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BEFORE THE ARIZONA CORPORATION COMMISSION
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COMMISSIONERS

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BOB STUMP
BRENDA BURNS

AZ CORP COMMISSION
DOCKET CONTROL

Arizona Corporation Commission

DOCKETED

FEB 9 2011

DOCKETED BY

[Signature]

IN THE MATTER OF THE
APPLICATION OF WICKENBURG
RANCH WASTEWATER, AN
ARIZONA LIMITED LIABILITY
COMPANY, FOR A CERTIFICATE OF
CONVENIENCE AND NECESSITY TO
PROVIDE WASTEWATER SERVICE
IN YAVAPAI COUNTY

Docket No. SW-20769A-10-0469

**RESPONSE TO STAFF'S LETTER OF
INSUFFICIENCY**

Wickenburg Ranch Wastewater ("Company") hereby responds to Staff's Letter of
Insufficiency as follows:

1. Please provide a copy of the Applicant's Certificate of Good Standing with the
Commission's Corporation Division.

Response: See Attachment 1.

2. Please indicate the status of the application for an Aquifer Protection permit for
the proposed wastewater treatment facilities ("WWTF").

Response: The Aquifer Protection Permit was granted administrative
completeness and moved to the substantive review phase. The start of the
substantive review was pending submittal of the letter of credit for the closure and
post-closure costs, which was done on December 27, 2010.

3. Please provide a copy of the approved NACOG 208 Plan for the proposed CC&N area.

Response: See Attachment 2.¹ ADEQ submitted the 208 Amendment Plan for EPA approval on February 22, 2010. The EPA did not comment on the plan within the 120-day review period, and therefore, the plan received final approval by operation of law on June 22, 2010.

4. Please verify and coordinate the timeline described in the submitted Application (Sections "Z" and "R"):

a. Based on the information presented in Section "Z", Staff concludes that the daily wastewater flows are projected as follows: Please verify the information.

Year 1	22,780 GPD
Year 2	95,530 GPD
Year 3	155,980 GPS
Year 4	237,855 GPD
Year 5	357, 730 GPD

Response: The facilities construction timeline described in Section "R" is accurate based on the current anticipated market conditions, which will dictate the start of construction. Additionally, the daily wastewater flows in the table above represent the average daily wastewater flows projected for the given year.

b. According to Section "R", there are three phases of the WWTF construction. Please verify and explain items marked as "?" in the Table below.

¹ The Wickenburg Ranch Water Reclamation Facility 208 Amendment submitted to the Northern Arizona Council of Governments is designated as a "draft". Once approved by NACOG, ADEQ, and the EPA, it becomes final.

Phase No.	Projected WWFT Capacity (GPD)	Estimated Completion year	Projected wastewater Flow (GPD)
1	100,000	2012	22,780 (Year 1?)
2	415,000 (or 315,000?)	2013?	95,530 (Year 2?)
3	730,000 (or 630,000?)	2019?	357,730 (Year 5?)
Full build out ²	950,000	?	?

Response: In Year 1 of operation, the average daily volume of wastewater generated is projected to be 22,780 GPD. The Phase 1 WWTF will be used in years 1 and 2 of operations. Pursuant to Arizona Department of Environmental Quality (“ADEQ”) rules and policies, Phase 2 of the WWTF will need to be constructed in 2013 to ensure that there is sufficient physical capacity to treat the projected influent generated by the homes being platted at that time. The platted lots will not generate wastewater for approximately 12 months. Nevertheless, the WWTF must be constructed. This same approach will apply to the Phase 3 construction of the WWTF, which will increase the overall capacity from 415,000 GPD to 730,000 GPD. Thus, the estimated completion dates for Phases 1 through 3 are correct.

The full build-out capacity of the WWTF is 950,000 GPD. Based on regional planning as mandated by ADEQ, the WWTF must be able to be expanded to serve other property outside Wickenburg Ranch. The Company is not aware of any development of property outside of Wickenburg Ranch that will utilize the WWTF. Nonetheless, to accommodate ADEQ’s regional planning efforts, the WWTF is being designed to accommodate the expansion from 730,000 GPD to 950,000 GPD. The timing and cost of that expansion, however, is unknown at this time.

c. Please clarify the proposed WRF Phase 2 and 3 capacities. According to Section “R”, and Exhibit 4/Section 2.3, page 16, more likely the existing WRF package (100,000 GPD extended aeration package plant installed in Phase I) will be removed, and the second and third phases will switch to MBR process. Does it mean that the WRF projected capacity is 315,000 GPD in the second phase and 630,000 GPD in the third phase?

² See Exhibit 4, Table 5.

1 **Response:** When the Phase II plant (315,000 GPD capacity) is installed, it will take
2 all normal flows to ensure the equipment's minimum flow requirements and allow
3 for efficient operation. The Phase I package plant will continue to operate to meet
4 peak flow demands. When the Phase III plant is installed, the two MBR trains will
5 take all normal flows and the Phase I equipment will continue to supply additional
6 capacity and emergency flow relief.

7
8 5. There is conflicting cost estimate information in the submitted Application. It is
9 not clear if the submitted spreadsheet in Exhibit 5 represents estimated wastewater plant-
10 in-service costs for the first five years or at the full build-out. Exhibit 5 / Cost Estimate,
11 totaling \$11,228,886.35, includes costs for the WWTF phase 1 and 2. However,
12 Application/Section "0" states that the full build-out cost is \$11,228,886.35 (the projected
WWTF capacity at full build-out is 950,000 GPD). Please verify/revise and include
documentation to support the estimates.

13 **Response:** The submitted spreadsheet only includes the costs associated with
14 Phase 1 and Phase 2 of the WWTF. The costs for Phase 3 and the full build-out
15 capacity are not included in the Exhibit 5 Cost Estimate as they are not pertinent in
16 calculating rates, which are based on the first five (5) years of operations.

17
18 6. Referring to Exhibit 5 and 6:

19 a. Please verify if all proposed major components (such as, sewer collection
20 mains, trunk lines, lift stations, WWTF and effluent disposal system) are listed in Exhibit
21 5;

22 **Response:** All of the major components required to construct the first two phases
23 of the WWTF and associated enabling infrastructure are included in the Exhibit 5
24 Cost Estimate.

25 b. Indicate the NARUC plant account number for each component listed in
26 Exhibit 5;

27 **Response:** See Attachment 3.
28

c. Coordinate Estimated Costs listed in Exhibit 5 and Plant Additions by Year listed in CS-4 – Exhibit 6. For example, in CS-4 Exhibit 6, Plant Additions Year 1, Account No. 380 Treatment & Disposal Equipment – cost \$2,215,952. How was this cost derived? Provide an itemized cost breakdown and cross-reference these plant items and costs with Exhibit 5;

Response: See Attachment 4.

d. Please elaborate on the following item listed in Exhibit 5/page2: OSLS-WRF Force Main Boring, cost \$725,000. How was this cost derived?

Response: See Attachment 5 at p. 2 (addendum to the Exhibit 5 Cost Estimate showing OSLS-WRF Force Main and Boring costs).

e. Please elaborate on the following items listed in Exhibit 5/page 3: Service Line Installations – cost \$522,900 and APS – cost \$275,445.33. How was this cost derived;

Response: See Attachment 5 at p. 1-2 (addendum to the Exhibit 5 Cost Estimate showing APS and Service Line Installation costs).

f. Provide an itemized breakdown of costs totaling \$1,734,903 for the WWTF Phase 1. How was this cost derived?; (Quotation from Mar-Wood indicates \$550,779 for 100,000 GPD);

Response: See Attachment 5 at p. 1 (addendum to the Exhibit 5 Cost Estimate showing the itemized breakdown of the Phase 1 WWTF).

g. Indicate capacities of the proposed wastewater and irrigation lift stations;

Response: The Off-site Wastewater Lift Station will have a capacity of 882 gpm (1.3 MGD). The Effluent Pump Station at the WRF will be phased as follows:

<u>Phase</u>	<u>Capacity</u>
I	333 gpm (480,000 GPD)
II	1330 gpm (1.9 MGD)
III	2000 gpm (2.9 MGD)

1 h. Please provide a corresponding map clearly identifying location of the
2 proposed major wastewater components listed in Exhibit 5. For example, clearly identify
3 location of Merv Griffin Way, Miners Pass, Cutting Horse Trail sewers, Force Main
4 Boring, wastewater lift station, force mains, WWTF, irrigation pumps station, irrigation
lake, reuse piping system;

5 **Response: See Attachment 6.**

6 i. Provide estimated starting and completion dates of these components and,
7 if construction is to be phased, a description of each separate phase of construction.

8
9 **Response: The anticipated construction start date for the Phase 1 WWTF is**
10 **September 2011 and the completion date is June 2012. The anticipated construction**
11 **start date for the Phase 2 WWTF is September 2012 and the completion date is June**
12 **2013. The anticipated construction start date for the Lift Station is November 2012**
13 **and the completion date is June 2013. The anticipated construction start date for the**
14 **Force Main and Force Main Boring is December 2012 and the estimated completion**
15 **date is June 2013. The irrigation lake, irrigation pump station and reuse piping**
16 **system were installed in conjunction with the golf course improvements. In order to**
17 **comply with construction permit requirements, the sewer mains on Merv Griffin**
18 **Way, Miners Pass and Cutting Horse Trail were completed in conjunction with the**
19 **grading and drainage improvements.**

20 7. Referring to Exhibit 4 – Section 2.2.6 Low Pressure System (page 11): It indicates
21 that “the maintenance of the main LPS line, within the tract line (roadway), shall be the
22 responsibility of the Homeowners Association upon its establishment.” Please state who
will own this main LPS Line.

23 **Response: The initial Basis of Design Report did assume the main LPS line would**
24 **be owned and maintained by the homeowners association. However, that is no**
25 **longer the case. All sewer mains and service lines will be owned and maintained by**
26 **Wickenburg Wastewater LLC. The operational costs associated with maintaining**
27 **the LPS main are included in the pro forma presented in the Application for a**
28 **Certificate of Convenience and Necessity, Exhibit 6.**

1
2 8. Please provide a description of commercial customers referenced in Applications
3 Section "Z".

4 **Response:** The commercial customers will include the golf maintenance facility,
5 golf pro shop, golf clubhouse, athletic club, homeowners' association facility,
6 equestrian facility, and fire station.

7 9. Please provide the name of the water system provider within the requested area.

8
9 **Response:** Wickenburg Ranch Water, LLC.

10 10. Please state if the water service provider is serving any customers within the
11 requested area.

12 **Response:** Not at this time.

13 11. Please provide a schedule of projected advances in aid of construction ("AIAC")
14 and repayments for years one through five.

15 **Response:** See Attachment 7.

16 12. Attachment C the proforma balance sheet is undated. Please provide the position
17 date of this proforma balance sheet.

18 **Response:** See Attachment 8. Note that this projected balance sheet has been
19 superseded by the five-year projected balance sheets contained within the response
20 to Insufficiency Item #13, the difference being customer security deposits.

21
22 13. Please provide in conjunction with Attachment C (Exhibit 6) a schedule showing
23 what the balance sheet will look like (e.g. fixed assets, LT debt, Advances, etc.) for years
24 two through five.

25 **Response:** See Attachment 9.

26 14. Please provide a 5 year projection for estimated customer deposits and refunds.

27 **Response:** See Attachment 10.
28

1 15. On the application, page six, it discusses the construction being done in three
2 phases with the third phase being completed in the third quarter of 2019. However, only
3 five years of construction and operating data is provided. Please reconcile this apparent
4 discrepancy.

5 **Response: Per the Arizona Corporation Commission guidelines, only the first five**
6 **years of construction and operations costs are used to develop the rates that will be**
7 **established for the service area.**

8 16. Please provide a projected capital structure for the first five years showing all
9 short and long term debt balances, equity balances, etc.

10 **Response: See Attachment 11.**

11
12 17. Please provide electronic copies of the supporting worksheets with formulas
13 attached for schedules of Exhibits 5 and 6 (i.e. estimated cost to construct, proforma
14 balance sheet, proforma income statement, proforma plant in service schedule for years
15 one through 5, etc.).

16 **Response: The electronic copies will be provided to Staff within one business day**
17 **following the filing of this response with Docket Control.**

18 18. Have any of the owners/operators been accused of allegations of political
19 corruption (including but not limited to campaign violations and election law violations);
20 allegations of construction violations; allegations of misconduct; and filings at
21 administrative hearings, at the local, state, or federal agencies, including at the Federal
22 Elections Commission, Registrar of Contractors, or any violations of law? If so, please
23 provide a comprehensive list of the entities that have been accused of the above-
24 mentioned allegations; the litigation history; and the individual case disposition.

25 **Response: To the best of our knowledge, no.**

26 19. Have any of the persons or entities listed in No. 18 above been convicted or
27 admitted to any of the allegations listed?

28 **Response: No.**

20. Have the owners/operators ever filed for bankruptcy?

Response: No.

21. Please identify any and all mechanics, tax or other liens that have been assessed against Wickenburg Ranch or the owners/operators.

Response: No liens have been assessed upon the project.

22. Describe the role of the management contact listed as William Brownlee, M3 Companies, and relationship to the owners/developers. Describe the organizational structure of the Company.

Response: The M3 Companies is the project manager for the owners. M3 manages the day-to-day construction operations of the development and the utility operations. William I. Brownlee is the Manager of The M3 Companies.

From an organizational standpoint, The Company will own the wastewater company assets, and the operations will be managed by the M3 Companies. The Company is owned by VanWick LLC. VanWick, LLC is managed by VTWick, Inc. and Larry Van Tuyl is a member.

23. Provide any correspondence to and/or from APS concerning ownership/use of land within the proposed CC&N area.

Response: See Attachment 12 for documentation.

24. Please file an amended legal description as discussed with Barbara Wells of the Engineering Section.

Response: This correction was filed in the docket on December 22, 2010. On January 4, 2011, Staff confirmed this correction has been made. See Attachment 13.

DATED this 9th day of February, 2011.

MOYES SELLERS LTD.



Steve Wene

1850 North Central Avenue, Suite. 1100
Phoenix, AZ 80004
(602) 604-2189

1
2 **Original and thirteen** copies filed this
3 9th day of February, 2011, with:

4 Docket Control
5 Arizona Corporation Commission
6 1200 West Washington
7 Phoenix, Arizona 85007

8 Donnelly Herbert
9

Attachment 1

STATE OF ARIZONA



Office of the
CORPORATION COMMISSION
CERTIFICATE OF GOOD STANDING

To all to whom these presents shall come, greeting:

I, Ernest G. Johnson, Executive Director of the Arizona Corporation Commission, do hereby certify that

*****WICKENBURG RANCH WASTEWATER, LLC*****

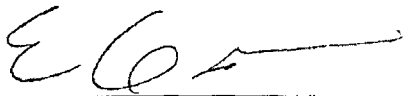
a domestic limited liability company organized under the laws of the State of Arizona, did organize on the 25th day of May 2007.

I further certify that according to the records of the Arizona Corporation Commission, as of the date set forth hereunder, the said limited liability company is not administratively dissolved for failure to comply with the provisions of A.R.S. section 29-601 et seq., the Arizona Limited Liability Company Act; and that the said limited liability company has not filed Articles of Termination as of the date of this certificate.

This certificate relates only to the legal existence of the above named entity as of the date issued. This certificate is not to be construed as an endorsement, recommendation, or notice of approval of the entity's condition or business activities and practices.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the official seal of the Arizona Corporation Commission. Done at Phoenix, the Capital, this 3rd Day of January, 2011, A. D.




Executive Director

By: _____ 556297

Attachment 2



**Wickenburg Ranch
Water Reclamation Facility**

Yavapai County

208 Amendment - **DRAFT**

April 2009

Prepared by:

CSA
engineering

4535 E. Broadway Rd.
Phoenix, AZ 85040
(602) 454 - 9100



YAVAPAI COUNTY

Development Services

Prescott - (928) 771-3214 Fax (928) 771-3432
Cottonwood - (928) 639-8151 Fax (928) 639-8153



Flood Control District

Prescott - (928) 771-3197 Fax (928) 771-3427
Cottonwood - (928) 639-8151 Fax (928) 639-8118

500 S. Marina Street, Prescott, AZ 86303 and 10 S. 6th Street, Cottonwood, AZ 86326
Addressing - Building Safety - Customer Service & Permitting - Environmental - Flood Control District - Land Use - Planning & Design Review

April 28, 2008

Northern Arizona Council of Governments
119 East Aspen Avenue
Flagstaff, Arizona 86001
Attention: Mr. Chris Fetzer, Environmental Planning Director

Re: Yavapai County, Wickenburg Ranch WWTP Clean Water Act, Section 208 Water Quality Management Plan Amendment

Dear Mr. Fetzer:

Yavapai County submits herewith this application requesting an amendment to the Section 208 Water Quality Management Plan in order to accommodate the new Wickenburg Ranch WWTP. The new facility will consist of an extended aeration permanent package plant system with sand filtration and disinfection, producing A+ Reclaimed Water for irrigation and landscape reuse. The WWTP will be located approximately one (1) mile northeast of the intersection of State Route 89 and US Highway 93, serving the Wickenburg Ranch development and selected parcels in the immediate area. The County looks forward to working with NACOG throughout the amendment process. Please feel free to contact me at 928-442-5408.

Sincerely,

A handwritten signature in black ink, appearing to read "Geoffrey Meek".

Geoffrey Meek
Environmental Unit Manager
Yavapai County Development Services

Cc. Ken Spedding, Director, Yavapai County Development Services



Town of Wickenburg Public Works Department

155 N. Tegner, Suite A
Wickenburg, Arizona 85390
(928) 684-2761 Fax (928) 684-9156
publicworks@ci.wickenburg.az.us

May 15, 2008

Northern Arizona Council of Governments
119 East Aspen Avenue
Flagstaff, Arizona 86001

Attention: Mr. Chris Fetzer, Environmental Planning Director

Re: **Yavapai County, Wickenburg Ranch WWTP
Clean Water Act, Section 208
Water Quality Management Plan Amendment**

Dear Mr. Fetzer:

The Town of Wickenburg submits herewith this application requesting an amendment to the Section 208 Water Quality Management Plan in order to accommodate the new Wickenburg Ranch WWTP. The new facility will consist of an extended aeration permanent package plant system with sand filtration and disinfection, producing A+ Reclaimed Water for irrigation and landscape reuse.

The WWTP will be located approximately one (1) mile northeast of the intersection of State Route 89 and US Highway 93, serving the Wickenburg Ranch development and selected parcels in the immediate area.

This document is submitted to the Department because the new facility is located within three miles of the town limits of Wickenburg.

The Town looks forward to working with NACOG throughout the amendment process.

Sincerely,

Harry Parsi, P.E.
Town of Wickenburg Director of Public Works

Cc: David Green, Wickenburg Ranch Wastewater, LLC
Peter Chan, CSA Engineering



Maricopa County

Environmental Services

Water and Waste Management Division

May 13, 2008

1001 N. Central Ave., Suite 150
Phoenix, AZ 85004
Phone: (602) 506-6666
Fax: (602) 506-6925
TDD: 602 506 6704
www.maricopa.gov/envsvc

Mr. Chris Fetzer, Environmental Planning Director
Northern Arizona Council of Governments
119 East Aspen Avenue
Flagstaff, AZ 86001

Re: Wickenburg Ranch Water Reclamation Facility
Clean Water Act, 208 Plant Review

Dear Mr. Fetzer:

In a transmittal dated April 29, 2008, CSA Engineering submitted the document *Wickenburg Ranch Water Reclamation Facility, Yavapai County, 208 Amendment - DRAFT, April 2008* to Maricopa County Environmental Services Department (Department). The Facility will be located near the intersection of US93 and SR89, in Yavapai County, north of the Town of Wickenburg.

The document was submitted to the Department because it is located within three miles of unincorporated areas of Maricopa County.

Based on a review of the proposed 208 Amendment, the Department has determined that the proposed plant does not conflict with Maricopa County plans for the area..

If you have any questions or comments, please feel free to contact Mr. Kenneth James, PE, or myself at 506-6666.

Sincerely,

A handwritten signature in black ink, appearing to read "Kevin Chadwick".

Kevin Chadwick, P.E.
Division Manager

cc: Dale Bodiya, P.E., Manager, MCESD Treatment Plant Program
Peter Chan, CSA, CSA Engineering, Inc.
File



**Wickenburg Ranch
Water Reclamation Facility**

Yavapai County

208 Amendment - **DRAFT**

September 2008

Prepared by:

CSA
engineering
4535 E. Broadway Rd.
Phoenix, AZ 85040
(602) 454 - 9100

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Letter of No Objection, Town of Wickenburg
Letter of No Objection, Maricopa County

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208 AMENDMENT CHECKLIST

Section 208 Clean Water Act

40 CFR Part 130.6

REQUIREMENT	PROVIDE BRIEF SUMMARY ON HOW REQUIREMENTS ARE ADDRESSED	ADDRESSED ON PAGE:
<p><u>AUTHORITY</u></p> <p>Proposed Designated Management Agency (DMA) shall self-certify that it has the authorities required by Section 208(c)(2) of the Clean Water Act to implement the plan for its proposed planning and service areas. Self-certification shall be in the form of a legal opinion by the DMA or entity attorney.</p>	<p>The Wickenburg Ranch Water Reclamation Facility is located in unincorporated county lands, outside of the function of any DMA. The nearest DMA is the town of Wickenburg, Arizona in Maricopa County.</p>	<p>Page 1, Appendix D</p>
<p><u>20-YEAR NEEDS</u></p> <p>Clearly describe the existing wastewater (WWT) treatment facilities:</p> <ul style="list-style-type: none"> - Describe existing WWT facilities. 	<p>The Town of Wickenburg operates a 1.2 MGD facility in central Wickenburg, approximately 6 miles to the Southeast in Maricopa County. The facility has no lines to serve outside of Maricopa County, and has no plans to operate collections in Yavapai County. There are no other existing treatment facilities in the area.</p>	<p>Page 2, Appendix D</p>
<ul style="list-style-type: none"> - Show WWT certified and service areas for private utilities and sanitary district boundaries if appropriate. 	<p>There are no private utilities or sanitary districts for sewage systems within the planned sewer service area for this facility.</p>	<p>Page 5</p>
<p>Clearly describe alternatives and the recommended WWT plan:</p> <ul style="list-style-type: none"> - Provide POPTAC population estimates (or COG-approved estimates only where POPTAC not available) over 20-year period. 	<p>The service area for the Wickenburg Ranch falls under the Congress Census County Division (CCD) of Yavapai. This division covers a large area, and is further divided into city areas of which this service area is not a part. Current POPTAC population for the remainder of the CCD is approximately 1500 people. The 2028 POPTAC population estimate is approximately 2,000 people.</p>	<p>Figure 3, Page 3</p>
<ul style="list-style-type: none"> - Provide wastewater flow estimates over the 20-year planning period. 	<p>Estimated sewage flow is projected to be 950,000 gallons per day by 2028, as shown in Figure 3.</p>	<p>Figure 3, Page 3</p>
<ul style="list-style-type: none"> - Illustrate the WWT planning and service areas. 	<p>The Wickenburg Ranch Service Area is shown in Figure 2.</p>	<p>Figure 2</p>
<ul style="list-style-type: none"> - Describe the type and capacity of the recommended WWT plant. 	<p>The extended aeration treatment process was selected for the initial phase of the WRF. Peripheral facility components include headworks, sand filtration and disinfection. Ultimate capacity at buildout of the service area is estimated to be 950,000 gpd. The initial phase will be 100,000 gpd.</p>	<p>Figure 4, Page 4</p>
<ul style="list-style-type: none"> - Identify water quality problems, consider alternative control measures, and recommend solution for implementation. 	<p>No water quality problems are anticipated. Effluent will be A+ and will be sufficient to meet requirements of:</p> <ul style="list-style-type: none"> • APP Permit requirements for protection of aquifers. • AZDES Permit requirements for surface discharges. 	<p>Page 5</p>
<ul style="list-style-type: none"> - If private WWT utilities with certified areas are within the proposed regional service area; define who (municipal or private utility) serves what area and when. Identify whose sewer lines can be approved in what areas and when? 	<p>There are no existing wastewater service providers in the proposed service area.</p>	<p>Page 5</p>
<ul style="list-style-type: none"> - Describe method of effluent disposal and reuse sites (if appropriate). 	<p>Effluent disposal will be accomplished by irrigation reuse. An AZPDES discharge to the nearby Martinez Wash will only be used as an emergency back-up. The AZPDES discharge point is shown in Figure 2.</p>	<p>Page 5, Figure 2</p>

- If Sanitary Districts are within a proposed planning or service area, describe who serves the Sanitary Districts and when.	There are no sanitary districts within the proposed planning or service areas.	Page 5
- Describe ownership of land proposed for plant sites and reuse areas.	The land is owned by JVT Investors, LLC, the developer of Wickenburg Ranch	Page 2
- Address time frames in the development of the treatment works.	The initial phase (100,000 gpd) of the Wickenburg Ranch WRF is scheduled for construction beginning the third quarter 2008 with facility commissioning to be completed by fourth quarter 2009. Later phases will be added as required by development in the area. Phases II and III will have capacities of 315,000 gallons per day each.	Figures 3 & 5
- Address financial constraints in the development of the treatment works.	The water reclamation facility will be funded with monies from JVT Investors, LLC, and impact fees from new development. No financial constraints are expected for the reclamation facility.	Page 7
- Describe how discharges will comply with EPA municipal and industrial stormwater discharge regulations (Section 405, CWA).	Through the use of grading and retention areas, all storm water will be contained onsite at the water reclamation facilities. There will be no non-point discharges from the water reclamation facilities. A SWPPP will be in place to govern best management practices for storm water control.	Page 5
- Describe how open areas & recreational opportunities will result from improved water quality and how those will be used.	The reuse of effluent will safely enhance golf courses, parks, and other open space landscaping while minimizing use of groundwater for irrigation.	Page 5
- Describe potential use of lands associated with treatment works and increased access to water-based recreation, if applicable.	Not applicable.	Not applicable
<u>REGULATIONS</u> - Describe types of permits needed, including NPDES, APP and reuse.	The Wickenburg Ranch WRF will require the following permits: ATC, AOC, vault and haul, air quality, and annual operation permit – permitting agency is Yavapai County; APP, Reuse and AZPDES – permitting agency is ADEQ; underground storage facility and water storage facility permit – permitting agency is ADWR.	Page 6
- Describe restrictions on NPDES permits, if needed, for discharge and sludge disposal.	No discharge restrictions are known to be needed since the WRF will produce Class A+ effluent. Sludge will be produced as a Class B and deposited in a regional landfill.	Pages 5, 6 & 7
- Provide documentation of communication with ADEQ Permitting Section 30 to 60 days prior to public hearing regarding the need for specific permits.	An Aquifer Protection Permit (APP) pre-application meeting was held with ADEQ on April 28 th , 2008. Meeting minutes are shown in Appendix C.	Appendix C
- Describe pretreatment requirements and method of adherence to requirements (Section 208 (b)(2)(D), CWA).	There are no industrial users in the proposed service area, nor any current plans for future industrial users.	Page 6
- Identify, if appropriate, specific pollutants that will be produced from excavations and procedures that will protect ground and surface water quality (Section 208(b)(2)(K) and Section 304, CWA).	Not applicable.	Not applicable
- Describe alternatives and recommendation in the disposition of sludge generated. (Section 405 CWA)	Sludge will be Class B and will be deposited in Northwest Regional Landfill. On-site sludge will be dewatered and temporarily stored in covered bins.	Pages 6 - 7
- Define any nonpoint issues related to the proposed facility and outline procedures to control them.	Not applicable.	Not applicable
- Describe process to handle all mining runoff, orphan sites and underground pollutants, if applicable.	Not applicable.	Not applicable

- If mining related, define where collection of pollutants has occurred, and what procedures are going to be initiated to contain contaminated areas.	Not applicable.	Not applicable
- If mining related, define what specialized procedures will be initiated for orphan sites, if applicable.	Not applicable.	Not applicable
CONSTRUCTION Define construction priorities and time schedules for initiation and completion.	Construction of the initial phase is scheduled to begin the first quarter of 2009. The completion date for construction of the Phase I infrastructure improvements is estimated to be the fourth quarter of 2009.	Page 7
Identify agencies that will construct, operate and maintain the facilities and otherwise carry out the plan.	JVT Investors will construct the Wickenburg Ranch WRF. They will own and maintain the wastewater collection system and the wastewater treatment facilities for the WRF. Operation will be by CSA Engineering, operating under contract with JVT Investors. The corporation Board of Directors will provide management direction and oversight for and will hire sufficient staff to provide for on-going operation and maintenance of the wastewater systems.	Page 7
Identify construction activity-related sources of pollution and set forth procedures and methods to control, to the extent feasible, such sources.	Pollutants associated with construction activities are expected to be those typically generated at a construction site such as; fugitive dust, non-hazardous solid waste materials and VOCs from paints and adhesives. The contractor will be required to comply with all State, County, and City regulations pertaining to pollution control.	Pages 5 & 7
FINANCING AND OTHER MEASURES NECESSARY TO CARRY OUT THE PLAN - If plan proposes to take over certificated private utility, describe how, when and financing will be managed.	Not applicable.	Not applicable
- Describe any significant measure necessary to carry out the plan, e.g., institutional, financial, economic, etc.	Additional phased construction will be financed through developer contributions/impact fees. As shown in appendix B, the financing arrangement will be in place to implement the necessary infrastructure.	Page 7 and Appendix B
- Describe proposed methods(s) of community financing.	JVT Investors, LLC will finance the initial phase construction and will seek reimbursement through sewer service fees from users of the WRF. The estimated annual operating revenue and operating expenses for each of the first five years of operation is summarized in Table 5.1. JVT Investors, LLC has access to funds sufficient to cover initial WRF construction and first year's operating expenses.	Page 7 and Appendix B
- Provide financial information to assure DMA has financial capability to operate and maintain wastewater system over its useful life.	Financial information is discussed in Appendix B	Appendix B
- Provide a timeline outlining period of time necessary for carrying out implementation of Plan.	A timeline for carrying out the implementation of the Plan is shown in Figure 5.	Figure 5
- Provide financial information indicating the method and measures necessary to achieve project financing. (Section 201 CWA or Section 604 may apply.)	Initial financing for the Wickenburg Ranch WRF will be provided by JVT Investors, the developer of Wickenburg Ranch. This initial financing will cover the capital costs and operating costs for the WRF until sufficient customers are connected to the wastewater system and payment of monthly sewer service charges are being collected. No financial constraints are expected for the treatment facility.	Page 7

<p><u>IMPLEMENTABILITY</u></p> <p>Describe impacts and implementability of Plan:</p> <ul style="list-style-type: none"> - Describe impacts on existing wastewater (WW) facilities, e.g., Sanitary district, infrastructure/facilities and certificated areas. 	<p>The Town of Wickenburg operates a 1.2 MGD facility in central Wickenburg, approximately 6 miles to the Southeast. The proposed service area for the Wickenburg Ranch WRF is outside the service area for the existing facility and therefore there should be no impact. There are no other existing treatment facilities in the area.</p>	<p>Page 2</p>
<ul style="list-style-type: none"> - Describe how and when existing package plants will be connected to a regional system. 	<p>There are no existing operational package plants.</p>	<p>Page 5</p>
<ul style="list-style-type: none"> - Describe the impact on communities and businesses affected by the plan. 	<p>There will be no negative impacts on communities or businesses anticipated.</p>	<p>Page 8</p>
<ul style="list-style-type: none"> - If a municipal wastewater (WWT) system is proposed, describe how WWT service will be provided until the municipal system is completed: i.e. will package plants and septic systems be allowed and under what circumstances. (Interim services) 	<p>Packaged plants and/or interim services will not be required due to the phasing of the proposed WRF. Septic systems will not be allowed for individual users, but minor systems will be in place to serve the golf course as shown in Appendix A.</p>	<p>Page 8, Appendix E</p>
<p><u>PUBLIC PARTICIPATION</u></p>		
<ul style="list-style-type: none"> - Submit copy of mailing list used to notify the public of the public hearing on the 208 amendment. (40 CFR, Chapter 1, Part 25.5) 	<p>Public participation requirements will be satisfied through NACOG.</p>	<p>Page 8</p>
<ul style="list-style-type: none"> - List location where documents are available for review at least 30 days before public hearing. 	<p>Public participation requirements will be satisfied through NACOG</p>	<p>Page 8</p>
<ul style="list-style-type: none"> - Submit copy of the public notice of the public hearing as well as an official affidavit of publication from the area newspaper. Clearly show the announcement appeared in the newspaper at least 45 days before the hearing. 	<p>Public participation requirements will be satisfied through NACOG.</p>	<p>Page 8</p>
<ul style="list-style-type: none"> - Submit affidavit of publication for official newspaper publication. 	<p>Public participation requirements will be satisfied through NACOG.</p>	<p>Page 8</p>
<ul style="list-style-type: none"> - Submit responsiveness summary for public hearing. 	<p>Public participation requirements will be satisfied through NACOG.</p>	<p>Page X</p>

1.0 Executive Summary

In accordance with Section 208 of the Clean Water Act, the Northern Arizona Council of Governments (NACOG) is the Designated Regional Water Quality Management Planning Agency. This application is to request an amendment to the NACOG 208 Water Quality Management Plan for the proposed Wickenburg Ranch Water Reclamation Facility (WRF) located in unincorporated Yavapai County near Wickenburg, Arizona. The reclamation facility will be designed for an ultimate hydraulic capacity of 950,000 gallons per day on an average annual basis and will serve the Wickenburg Ranch development.

The proposed service area for the Wickenburg Ranch WRF is located northeast of the intersection of State Routes 89 and 93, as shown in Figure 2. Service to this area will be provided by the construction of a new WRF. The initial phase of construction will have a treatment capacity of 100,000 gpd. Future expansion of the reclamation facility will be built as market forces dictate growth rates in the master planned communities and undeveloped areas within the service area boundaries. For planning purposes, the Phase II design will begin and will have the Approval to Construct prior to the approval of Phase I construction.

The Wickenburg Ranch WRF will produce Class A+ effluent that will be primarily disposed of as reuse water at the development's golf course (located at 33°29'44" N, 112°55'17" W). Full reuse consumption is expected, but any excess flows will be released through an AZPDES discharge. The AZPDES permit will be obtained for disposal of treated effluent into the nearby Martinez Wash in case of emergency discharge needs.

Construction for the initial 100,000 gpd phase, see Figure 4, will be scheduled to begin in the third quarter of 2008 and commissioned for operation during the fourth quarter of 2009. Ownership and operational responsibilities will come through JVT Investors, LLC. in perpetuity. A letter describing the financial commitments to this project is attached in Appendix B.

A summary of the amendment request is provided in accordance with the Clean Water Act, Section 208 checklist. The checklist references where various issues were addressed within the document.

2.0 Authority

The purpose of this application to the Northern Arizona Council of Governments (NACOG) is to amend the NACOG 208 Water Quality Management Plan to include the Wickenburg Ranch WRF. NACOG is the Designated Planning Agency with the authority required by Section 208 (a)(2)(B) of the Clean Water Act to amend the Water Quality Management Plan for the Yavapai County Planning Area. NACOG has the authority to implement the plan for the proposed planning and services areas as outlined in this amendment application. The proposed facility is to be located within the planning area for Yavapai County.

3.0 Twenty Year Needs

A description of the 20-year needs, including adjacent area wastewater facilities, growth estimates during the 20-years, as well as descriptions of the proposed Wickenburg Ranch WRF is addressed in this section.

3.1 Description of Existing Water Reclamation Facilities

There is a currently existing, but non-operational wastewater treatment facility located in the Wickenburg Ranch development. There are no plans to operate this facility to provide service to the development. As the facility is currently not operating, there will be no negative impact to users in the service area.

The nearest operational wastewater facility is located southeast of the Wickenburg Ranch development in the Town of Wickenburg in Maricopa County, Arizona, approximately 6 miles to the southeast. This facility has a treatment capacity of 1.2 MGD, but has no capability or plans to serve areas outside of its Maricopa County 208 planning area, shown in Appendix D.

3.2 Description of the Proposed Wickenburg Ranch Water Reclamation Facility

3.2.1 Site Location and Property Ownership

The proposed service area is located north of U.S. Highway 93 and east of State Route 89 as described in Figure 2. The service area consists of the 1,250 acre Wickenburg Ranch development.

The Wickenburg Ranch development will be accessible through entrances from both State Route 89 and U.S. Highway 93.

The development plan for the Wickenburg Ranch development has been submitted to Yavapai County for review. Currently a portion of the property is developed, but is not currently being used, as a resort area, while the remainder is vacant, unimproved desert. Existing developments will be removed or incorporated into the new development.

As seen in Figure 1, the proposed site of the Wickenburg Ranch WRF is in the eastern edge of the Wickenburg Ranch development; longitude 34°01'46" N and latitude 112°47'48" W. This site is currently owned by JVT Investors, LLC, the developer for this project.

3.2.2 Topographic Conditions

The existing ground within the proposed service slopes generally to the south and southeast, with varying grades. The land consists of undeveloped ground cover typically classified as desert brush. Vegetation includes various types of cacti, mesquite trees, creosote bush, Palo Verde trees, and scattered short grasses. No fissures have been found on the property.

3.2.3 Service Area and Population Estimates

The service area for the Wickenburg Ranch WRF falls under the Congress Census County Division (CCD) of Yavapai. This division covers a large area, and is further divided into city areas of which this service area is not a part. Current POPTAC population for the remainder of the CCD is approximately 1500 people. The 2028 POPTAC population estimate is approximately 2,000 people.

The Wickenburg Ranch specific population estimates are based upon land use planning for the existing Development Master Plan as well as the remaining off-site areas. The total area considered is as shown in Figure 2. The projected number of residential dwelling units in the service area is approximately 3,400. At an estimated 2.0 - 2.5 capita per dwelling unit (depending on density), service area population is projected to be approximately 10,500.

The existing population in the service area is estimated to be less than 500. The developments in the service area will be phased to meet the demand in the region as the population grows over time. See Figure 3 for the 20-year growth projection for the service area.

3.2.4 Estimated Wastewater Flow

The wastewater flow into the Wickenburg Ranch WRF will come from three main sources: sewage flows from developments in the service area, a clubhouse, and an equestrian center, both parts of the Wickenburg Ranch development. Overall sewage flows can be estimated from predicted population densities in the service area. The following table identifies the population estimates and sewage flow summary.

Table 3.1 Flow Summaries

Land Use Type	# of Units (D.U.)	Average Daily Flow (gpcd)	Persons per D.U.	Average Daily Flow (gpd)
Residential				
Low and Medium Density	1,953	80	2.5	390,600
High Density	170	100	2.0	34,000
Resort / Time Share	202	100	2.0	40,400
Excess Capacity	1,099	80	2.5	219,800
Club House	1,000 members @ 100 gpcd			100,000
Equestrian Center	32 acres @ 0.1 gal/sf			139,392
Public Facility				26,100
Total	3,424			950,292

3.2.5 WRF Description

The initial phase of the Wickenburg Ranch WRF will be an extended aeration permanent package plant system. Construction of the WRF will be phased beginning with an initial 100,000 gpd phase, with expansion areas provided for two additional 315,000 gpd trains to serve the Wickenburg Ranch Development,

and a final 220,000 gpd train, to create the ultimate 950,000 gpd capacity. The initial phase will consist of the following process units:

- Influent pump station with pumping equipment
- Headworks to consist of flow metering and screening.
- Oxidation and aeration chambers
- Aeration will be supplied using positive displacement blowers.
- Clarifier
- Disinfection.
- MCC and electrical system.
- Reuse system

The design layout for the initial 100,000 gpd hydraulic phase will be constructed in such a way as to allow for the expansion and addition of two 315,000 gpd increments to better accommodate growth rate in the area. Design will be based upon a hydraulic loading of 80-100 gallons per capita per day average annual daily flow with an average capita per dwelling unit of 2.0 - 2.5 persons. Biological loading will be designed for maximum month (MM) values of 300 mg/L BOD, 300 mg/L suspended solids and 48 mg/L total nitrogen daily loading factors.

The treated effluent will meet ADEQ Title 18, Chapter 11 requirements for Class A+ reclaimed water, and the effluent water quality will conform to the following:

- Turbidity < 2 NTU (24 hour mean)
- Turbidity < 5 NTU (any time)
- Fecal Coliform = none detected (4 or 7 samples)
- Fecal Coliform < 23 CFU/100mL (any time)
- Total Nitrogen < 10 mg/L (5 day mean)

Because the initial introduction of sewage from a hydraulic standpoint will be dictated by the rate of home building in the service area, a vault and haul disposal process may be required until such time as the facility inflow reaches a treatable level (approximately 10,000 gpd). If vault and haul operations are required, influent flows will be stored in the treatment basins for removal to a designated treatment facility. A vault and haul contract has been signed with A-American Septic Services who will haul the flows to Resource Recovery of Arizona in Phoenix, Arizona. This mode of operation will continue until the hydraulic loading to the facilities reach treatable capacity levels. The vault and haul operation will be permitted as required.

Water reuse will be primarily to the golf courses and other landscape irrigation requirements of the Wickenburg Ranch development. Reuse lines, storage and pumps will all be provided to transport treated effluent to designated reuse sites.

Sludge from the treatment process will be digested in treatment basins, and stored for removal as required.

3.2.5.1 Effluent Disposal and Quality Requirements

Effluent disposal options for the Wickenburg Ranch WRF will primarily be through reuse for golf courses and other landscape irrigation in the development. Full reuse consumption is expected to account for the discharge of all treated

effluent. The other disposal option will be in the form of an AZPDES permit to allow for emergency discharge of treated effluent in the minor wash adjacent to the reclamation facility site as shown in Figure 2. Martinez Wash is a dry wash that runs along the eastern edge of the Wickenburg Ranch Development, towards the south east.

Effluent quality will be classified as A+ Reclaimed Water. This level of water quality will meet the requirements for all types of reuse and will comply with effluent reuse regulations of the Arizona Administration Code, Title 18, Chapter 9.

3.2.5.2 Storm Water Discharge

The Wickenburg Ranch WRF will be designed with grading and retention areas so that all storm water is contained on site. In this manner, there will be no non-point discharges of storm water from the facility. Upon completion of grading and drainage plans, the Stormwater Pollution Prevention Plan (SWPPP) will be submitted to Yavapai. The SWPPP will outline the best management practices (BMP) for controlling storm water run off during construction. Before construction begins at the WRF, a Notice of Intent (NOI) will be submitted to ADEQ with a copy sent to the county.

3.3 Sanitary Districts, Private Utilities, and WRF Service Areas

The location of the Wickenburg Ranch WRF and proposed service area are shown in Figure 2. There is an existing 30,000 gpd treatment facility located in the Wickenburg Ranch development. However, this facility was removed from active service in early 2008. There are no other existing private wastewater treatment or collection facilities, sanitary districts, or certified service areas that would be impacted from a process treatment standpoint. There will be no septic systems for private users in the development, however small septic systems will be in place to serve the golf course as shown in Appendix E.

Wickenburg Ranch infrastructure will include water distribution and sewer collection. Sewer outfall pipelines to the Wickenburg Ranch WRF will be sized to accommodate the ultimate planned sewerage flows (950,000 gpd) from the service area shown in Figure 2. Reuse lines will be sized based on reuse demands as required.

3.4 Summary of Alternatives

In the design of this WRF, various different alternatives were considered representing a variety of technologies and manufacturers. Due to low maximum flow conditions, many technologies would be too inefficient to implement for this project. A permanent packaged plant system was selected as the best technology for treating small flow capacities while ensuring high treatment standards.

The WRF equipment will be selected from a packaged plant equipment manufacturer who has proven equipment used in the Arizona.

3.5 Permitting Requirements

The Wickenburg Ranch WRF will require the following permits:

Permit	Permitting Agency
Approval to Construct (ATC)	Yavapai County
Approval of Construction (AOC)	Yavapai County
Aquifer Protection Permit (APP)	Arizona Department of Environmental Quality
Reuse Permit	Arizona Department of Environmental Quality
Underground Storage Facility Permit Water Storage Permit	Arizona Department of Water Resources
Arizona Pollutant Discharge Elimination System (AZPDES) Permit	Arizona Department of Environmental Quality
Vault and Haul Permit	Yavapai County
Air Quality Permit	Yavapai County
Annual Operation Permit	Yavapai County
Construction General Permit	Arizona Department of Environmental Quality

An APP pre-application meeting for the Wickenburg Ranch WRF was held with ADEQ in April of 2008. Meeting documentation is located in Appendix C.

3.6 Pretreatment Requirements

There are no industrial users located in the service area, and there are no plans for industrial users in the development. Therefore, no pretreatment will be required for the WRF. Any industrial users will require a separate 208.

3.7 Sludge Management

Sludge processing will include digestion, thickening and dewatering for the Wickenburg Ranch WRF. During the startup period of the initial phase, sewage will be temporarily stored on site in a sludge holding tank equipped with aeration and disinfection. At a predetermined frequency, the sewage will be hauled to another treatment facility for additional treatment. A contract has been signed with A-American Septic Services for hauling to Resource Recovery of Arizona in Phoenix, Arizona.

In later phases of expansion, sludge vault and haul operations for the WRF will become undesirable. Sludge dewatering equipment will be added to the WRF during an expansion phase. Thereafter, waste activated sludge will be digested, thickened, and dewatered using high solids centrifuges or presses. Because the sludge will be deposited in a landfill, stabilization will not be required. The dewatered sludge will be stored in haul-off containers and periodically hauled to Northwest Regional landfill for final disposal. Sludge will be Class B in accordance with R18-9-1006. There is not an end user identified for this product at this time. However the options for sludge disposal will remain open. Until such time as there is a market for the sludge, it will be delivered to the landfill for disposal. A valid sludge hauler and sludge disposal permit will be obtained from Yavapai County.

4.0 Construction and Operation Responsibility

Construction of the Wickenburg WRF will be the responsibility of the developer, JVT Investors, LLC. In order to accommodate the residential building schedule in the service area, the 100,000 gpd initial phase treatment facility must be started no later than the third quarter of 2008 with an anticipated facility commissioning to occur during the fourth quarter of 2009. A critical path schedule is shown in Figure 5.

The corporation will provide management direction and oversight for the operation and will hire staff/contract operators to provide for on-going and perpetual operations and maintenance.

4.1 Sources of Construction Pollution

Construction of the Wickenburg Ranch WRF will not be a pollution intensive activity. Anticipated pollutants may include dust from construction activities, construction related solid waste, and disposal of other inert materials. The construction will be conducted under an Air Quality Permit from Yavapai County, and will comply with the provisions of the permit. Any wastes generated during construction will be properly managed and disposed of at a regional landfill.

5.0 Financing

5.1 Financing Plan

Financing for the initial 100,000 gpd phase is budgeted in the amount of approximately \$2 million. JVT Investors, LLC has access to funds sufficient for the construction and operation of the WRF, as described in appendix B. As noted in Section 3.2, Description of the Proposed Facility, the initial phase is projected to satisfy first phase capacity requirements for the service area. Anticipated financing and other measures for future construction phases will come from JVT Investors, LLC and sewer service charges. JVT Investors, LLC proposes to establish monthly sewer service charges sufficient to provide full funding for all costs of management, operation, maintenance, and capital recovery. The rate structure and rates will be submitted to the Arizona Corporation Commission for approval prior to implementation.

The Wickenburg Ranch sewer collection system will be designed to receive ultimate service area build out flows in its collection system as well as the sewer outfall pipelines. Outfall sewer pipelines will be designed and constructed for the ultimate service area flows of 950,000 gpd.

6.0 Impacts and Implementation

6.1 Implementation Plan

This application identifies a service area for the Wickenburg Ranch WRF. The initial phase is anticipated to be completed by the fourth quarter of 2009. The

initial phase is anticipated to have a hydraulic treatment capacity of 100,000 gpd. Remaining phases will be added as needed depending on market demand for housing. Design of Phase II will begin as soon as construction of Phase I commences. In general, design for each additional phase should begin when 70 percent of the hydraulic/biological loading capacity has been reached. At that time actual sewage flows per dwelling unit will be known from historical flow measurement by which treatment capacity needs will be known. Construction for each expansion phase should begin when 80 percent of the capacity has been reached. Ultimate capacity of the WRF will be 950,000 gpd. A start-up plan will be submitted to Yavapai County once a contract has been awarded for design of the reclamation facility.

6.2 Impacts of the Proposed Plan

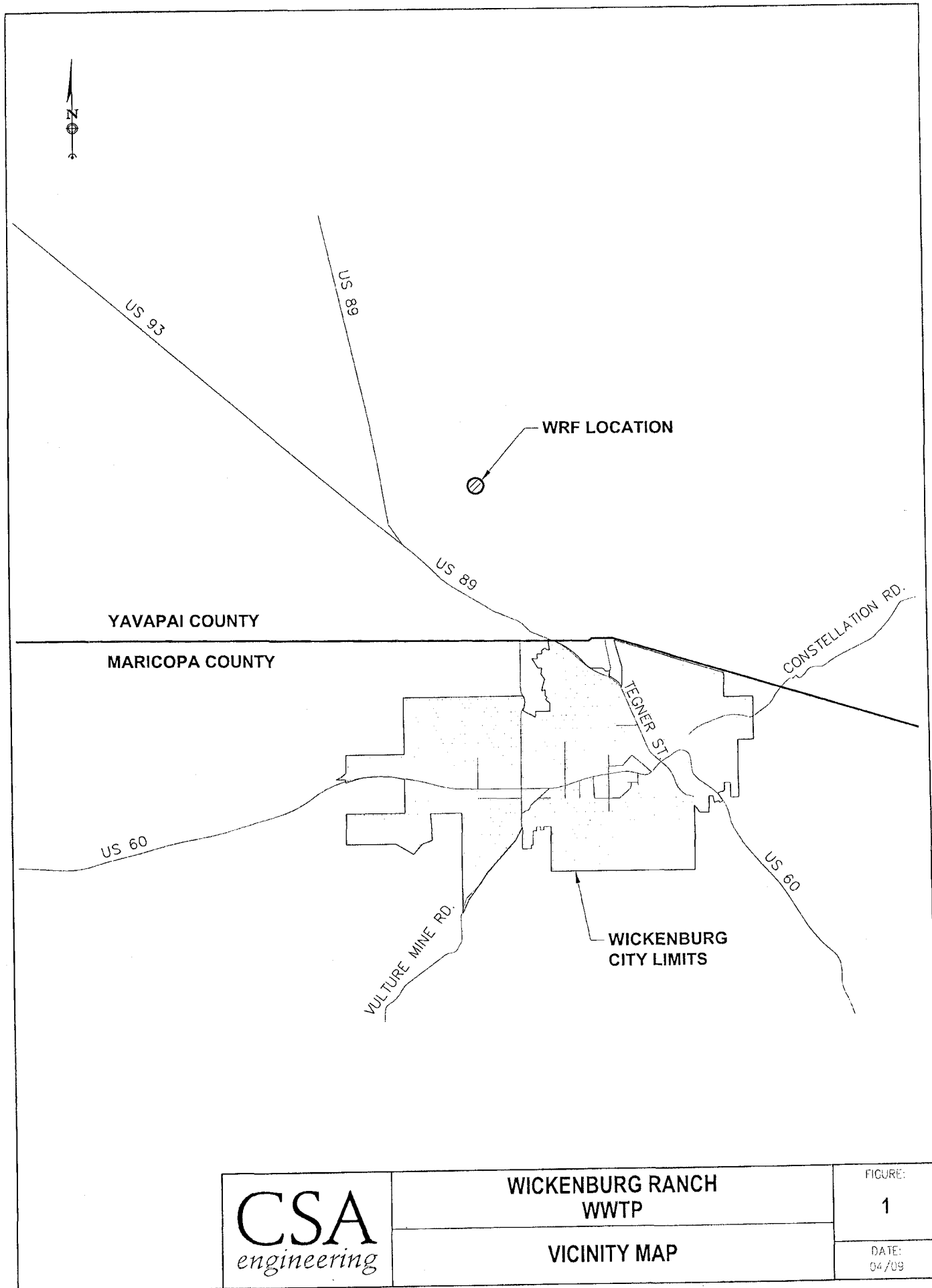
The implementation of Wickenburg Ranch WRF is not anticipated to have any negative impacts on the adjacent communities. The treated effluent reuse is not anticipated to increase odor or vector concern. Rather, it is expected that the WRF will bring a much needed municipal sewer service to this un-incorporated area of Yavapai County.

7.0 Public Participation

NACOG is responsible, with the cooperation of Yavapai County as sponsoring agency, for ensuring that required public participation requirements are followed as outlined in 40 CFR 25. The following constitute the minimum requirements:

- Submittal of a mailing list used to notify the public of the public hearing.
- Listing of locations where documents are available for review at least 30 days prior to the public hearing.
- Publication of public notice for the public hearing with information on time, date, subject, and location of public hearing at least 45 days prior to the public hearing.
- Submittal of an affidavit of publication for official newspaper publication.
- Submittal of a responsiveness summary following the public hearing.

Figures



CSA engineering	WICKENBURG RANCH WWTP	FIGURE: 1
	VICINITY MAP	DATE: 04/09



SCALE:
1"=1/2 MILE
(2640 FT.)

T9N
T8N

SR 89

S6

S5

S4

S7

S8

S9

WICKENBURG
RANCH ESTATES
2157 ACRES

US 93

S18

S17

S16



AZPDES DISCHARGE

WRF LOCATION

S19

S20

S21

R6W

R5W

TO WICKENBURG

CSA
engineering

PROPOSED 208 SERVICE AREA

2

APRIL 2009

Wickenburg Ranch Service Area Projected 20-Year Growth

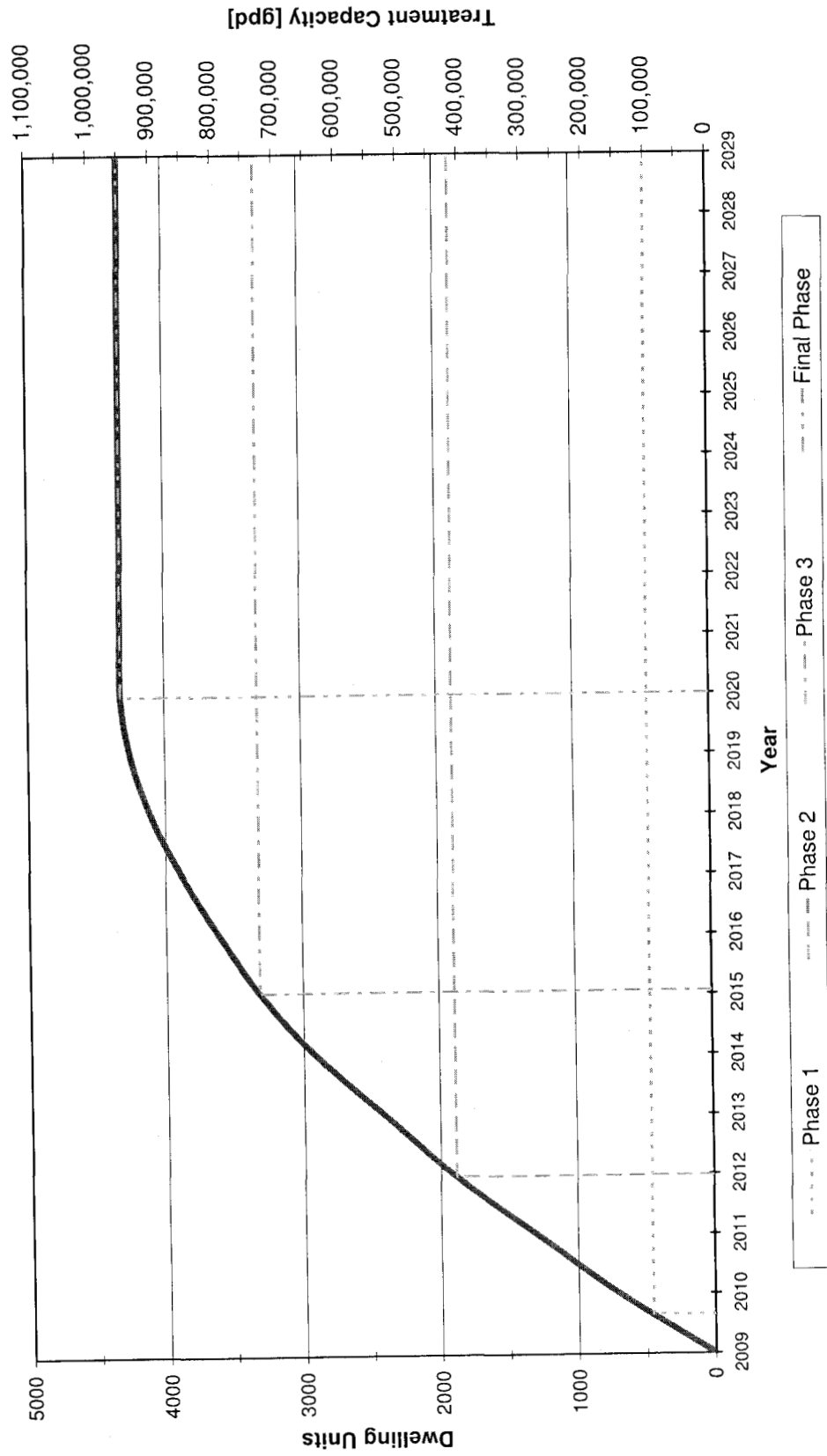
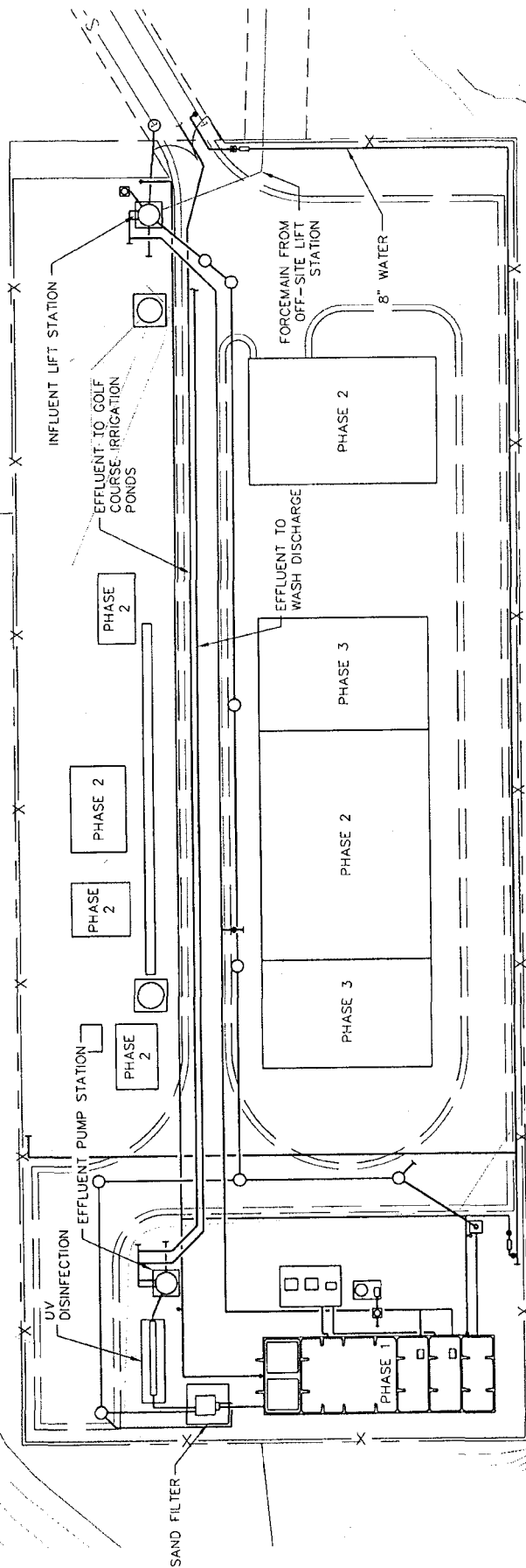


FIGURE 3



SCALE: 1"=50'



CSA
engineering

SITE LAYOUT

Schedule Wickenburg Ranch WWTF

ID	Task Name	Duration	Start	Finish	2008	2009
					Qtr 4	Qtr 1
					Qtr 2	Qtr 3
					Qtr 4	Qtr 1
1	208 Amendment	230 days	Mon 3/31/08	Mon 2/16/09		
2	NACOG 208 Application	65 days	Mon 3/31/08	Fri 6/27/08		
3	Water Quality Advisory	0 days	Tue 7/15/08	Tue 7/15/08		
4	Regional Council	0 days	Fri 8/15/08	Fri 8/15/08		
5	State Water Quality Management	0 days	Mon 9/15/08	Mon 9/15/08		
6	ADEQ Approval	0 days	Wed 10/15/08	Wed 10/15/08		
7	EPA Approval	0 days	Mon 2/16/09	Mon 2/16/09		
8	APP Permitting	305 days	Mon 3/31/08	Fri 5/29/09		
9	Aquifer Protection Permit	305 days	Mon 3/31/08	Fri 5/29/09		
10	Pre-application	0 days	Thu 5/15/08	Thu 5/15/08		
11	ADEQ Approval to Operate	0 days	Fri 5/29/09	Fri 5/29/09		
12	WWTP Design	109 days	Mon 3/31/08	Thu 8/28/08		
13	WWTP Design	80 days	Mon 3/31/08	Fri 7/18/08		
14	County ATC	0 days	Fri 7/18/08	Fri 7/18/08		
15	Approvals	30 days	Fri 7/18/08	Thu 8/28/08		
16	Construction	180 days	Mon 9/22/08	Fri 5/29/09		
17	WWTP	180 days	Mon 9/22/08	Fri 5/29/09		

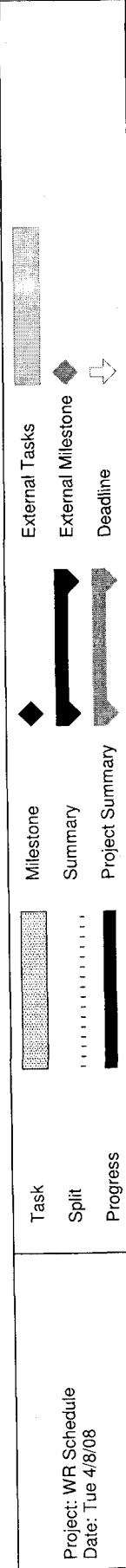
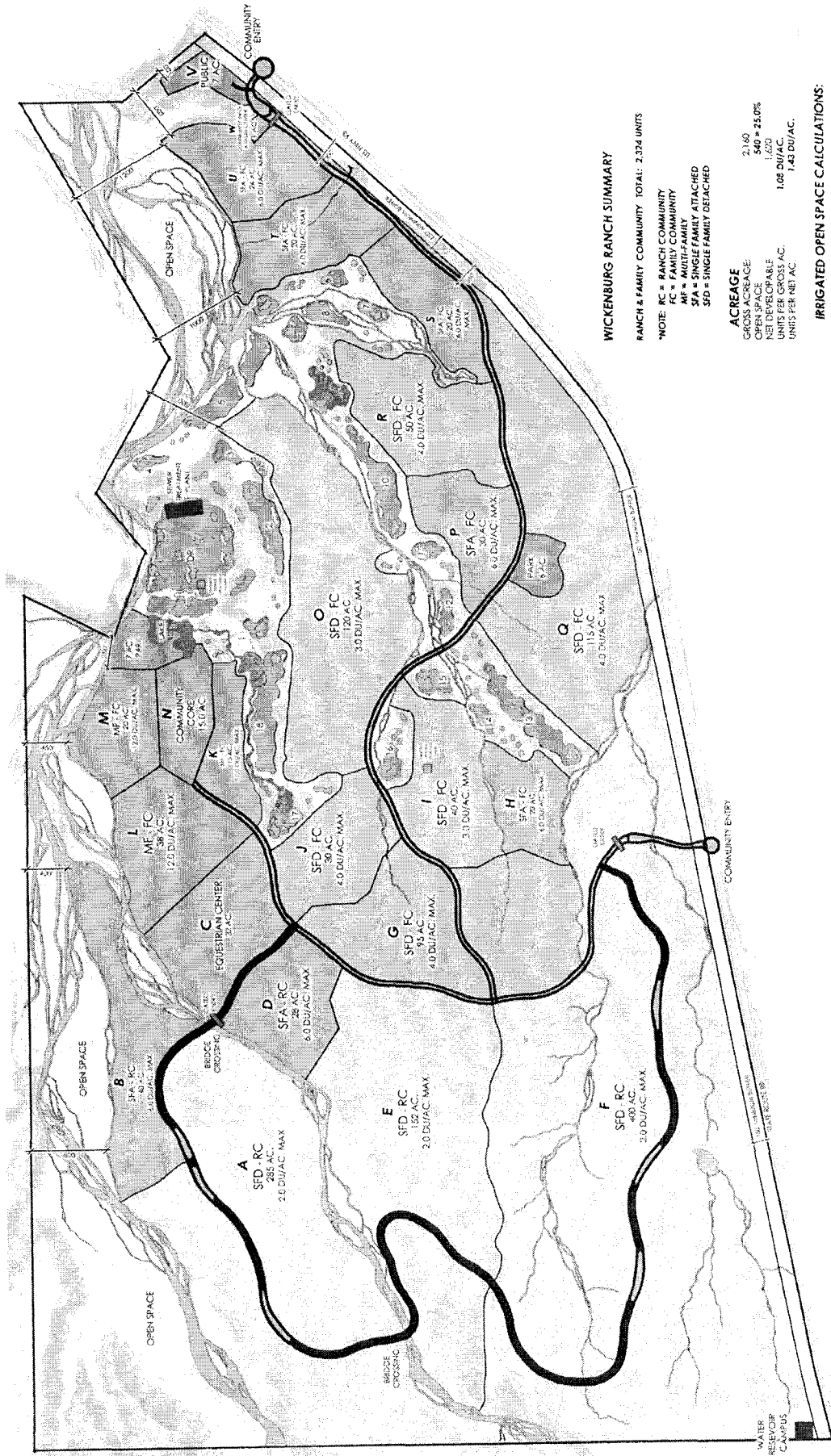


Figure 5

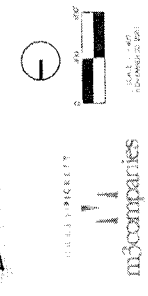
Appendix A

Zoning



WICKENBURG RANCH MASTER SITE PLAN

NOVEMBER 2007



m3companies

*LAKES WILL BE SIZED TO ACCOMMODATE EFFLUENT STORAGE REQUIREMENTS

Appendix B

Financial Assurance



June 10, 2008

Mr. Chris Fetzer
NACOG
119 East Aspen Avenue
Flagstaff, AZ 86001

RE: Wickenburg Ranch Water Reclamation Facility

Dear Mr. Fetzer,

This letter is in regard to Wickenburg Ranch Wastewater, LLC and its financial ability to construct major capital infrastructure related to the Wickenburg Ranch wastewater treatment plant.


Vanwick, LLC is the sole member and manger of Wickenburg Ranch Wastewater, LLC. Larry Van Tuyl is the sole member of Vanwick, LLC which is managed by VTwick, Inc. Mr. Van Tuyl is the president of VTwick, Inc.

In the past Chase Bank has participated with Mr. Van Tuyl and his related entities in financing \$100,000,000 for development activities. Chase Bank has had a satisfactory relationship with Mr. Van Tuyl and his related entities for over 25 years.

With respect to the financial resources necessary to construct the subject wastewater treatment plant for Wickenburg Ranch, Chase Bank can state that Wickenburg Ranch Wastewater LLC and its affiliates have access to funds in an amount of not less than \$20,000,000.

Should you have any further questions regarding this matter, please feel free to contact me directly at 602-221-6379. Thank you.

Sincerely,


Bill Spodgrass
Vice President and Relationship Manager
Chase Bank
201 N Central Ave
Phoenix, AZ 85004

Appendix C

APP Pre-Application Meeting Minutes

**APP Pre-Application Meeting
Wickenburg Ranch WRF**

April 28th, 2008
10:00 a.m. - ADEQ

ATTENDEES

Bob Manley, ADEQ
Mohamed Hegazy, ADEQ
Jeanette Black, ADEQ
Peter Chan, CSA Engineering
John Tyldesley, CSA Engineering
Steve Corell, Clear Creek and Associates
Brian Helm, SKG
Brad Miller, Prescor Management
Rick Radavich, Prescor Management
David Green, M3 Companies

MINUTES

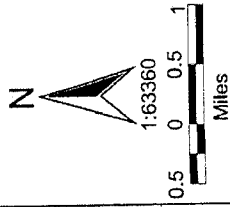
1. Jeanette Black will serve as Project Hydrologist. Mohamed Hegazy will be the project engineer. Bob Manley will serve as Project Officer subject to reassignment.
2. CSA presented the proposed extended aeration permanent package plant system, along with the intention to use the existing 20,000 gpd plant in the area as a scalping plant to reduce requirements for vault and haul operations.
3. ADEQ could require that the implementation of each phase be less than 5 year. If it exceeds 5 years, then the BADCT requirements will be re-evaluated.
4. Total capacity will be 950,000 gpd. Permit will be for some phased capacity appropriate to timing requirements.
5. If multiple phases are covered in the submittal, design drawings will be kept separate by phase when submitted.
6. ADEQ requires the ability to release or recharge all effluent produced. Reuse does not count towards this requirement. Reuse will be the primary disposal

method, but an AZPDES permit will be applied for in order to meet ADEQ disposal requirements. An AZPDES pre-application meeting is recommended.

7. Document any wells within ½ mile radius.
8. 8 periodic samples will be required to provide existing condition data. Data may be from PoC prior to any discharge activities, or from a well upstream of the discharge point. Potable well data is not applicable.
9. Groundwater recharge impact study will be submitted with the application. An analytical method may be used to determine the discharge impact area.
10. The APP application must include construction cost, O&M costs, and closure cost based on current figures.
11. R18-9-A203 outlines the financial requirements. Financial assurance is required for permit issuance, will not be required for review phases.

Appendix D

Town of Wickenburg WRF and Planning Limits

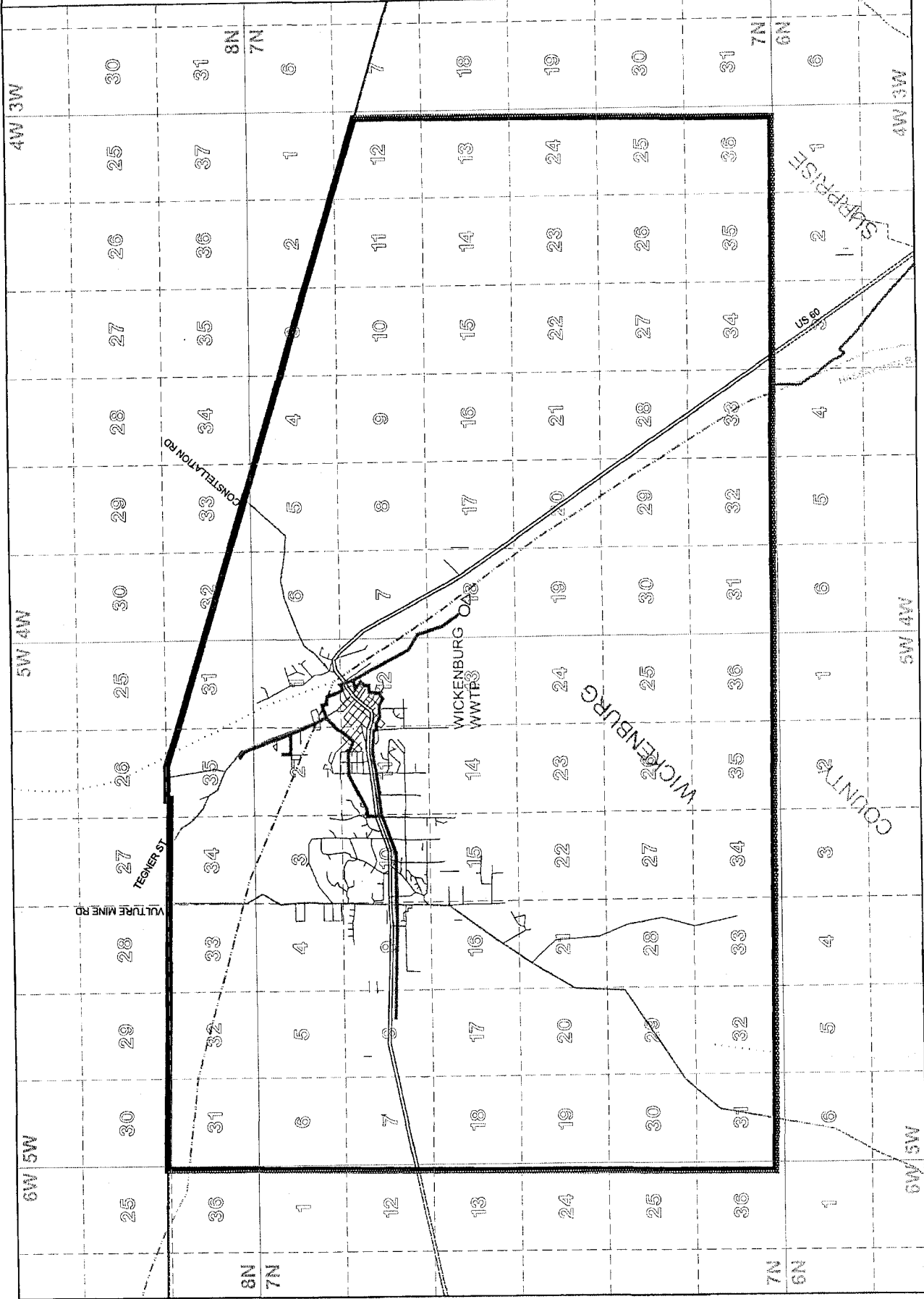


- LEGEND:
- Planning Area Boundary
 - Existing Interceptor
 - Future Interceptor
 - Existing Lift Station
 - Future Lift Station
 - Existing Treatment Facility
 - Future Treatment Facility
 - Existing Reuse/Recharge
 - Future Reuse/Recharge

Wickenburg
 Municipal
 Planning Area

02/2002

FIGURE 4.25



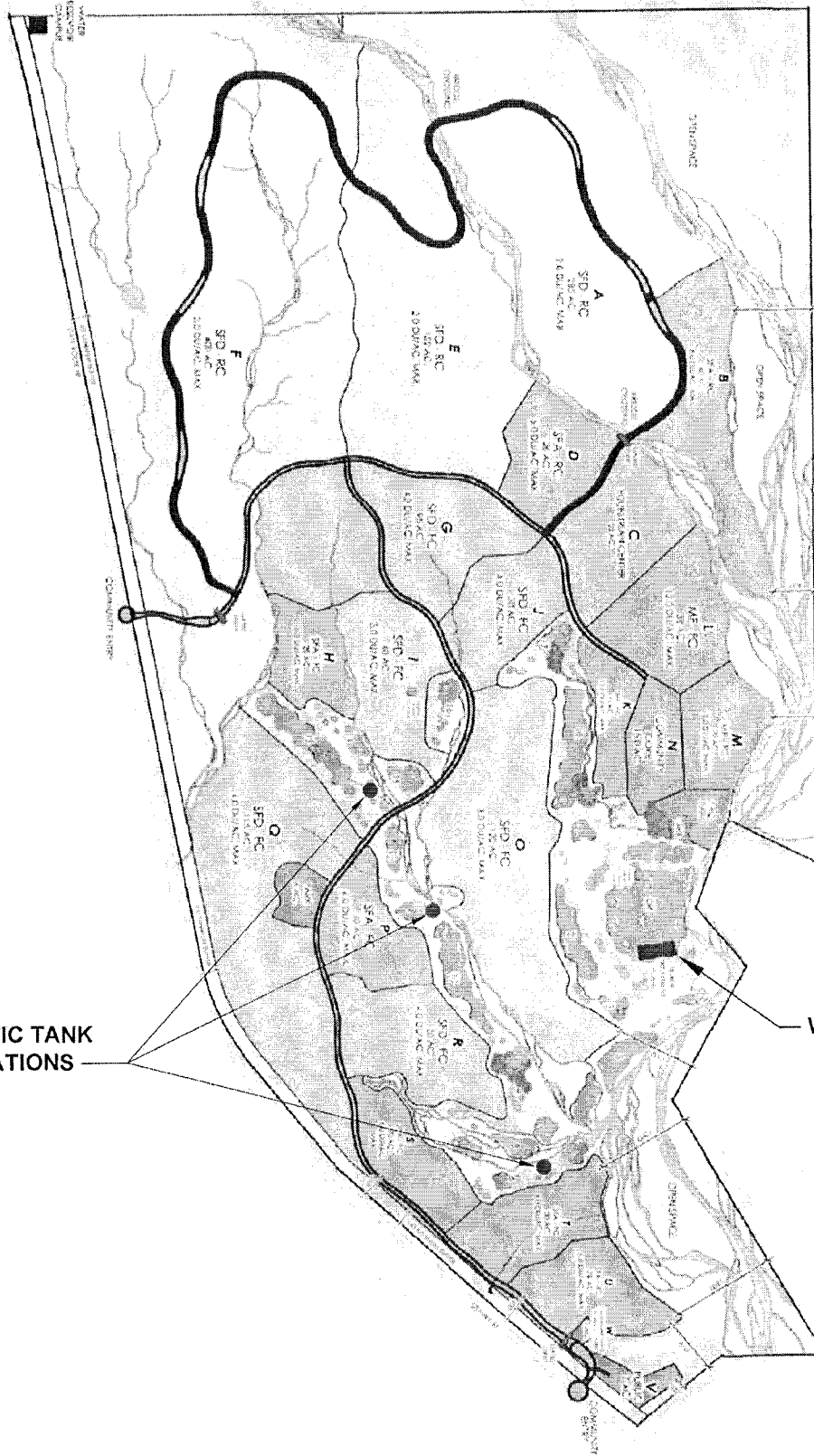
Appendix E

Septic Tank Locations



SEPTIC TANK
LOCATIONS

WWTP



CSA
engineering

**WICKENBURG RANCH
WWTP**

SEPTIC TANK LOCATIONS

APPENDIX:

E

DATE:
07/08

Attachment 3

WICKENBURG RANCH WASTEWATER, LLC
ESTIMATED COST TO CONSTRUCT WASTEWATER FACILITIES
Revised Exhibit 5
Docket No. SW-20769A-10-0469

NARUC

Acct	Qty	Unit	\$ /Unit		Total
Merv Griffin Way			Subtotal	\$	172,122.50
361 8" PVC Pipe	3900	LF	\$ 18.30	\$	71,370.00
361 10" PVC Pipe	203	LF	24.00		4,872.00
361 2" HDPE Low Pressure	525	LF	12.00		6,300.00
361 3" HDPE Low Pressure	2304	LF	13.25		30,528.00
361 4' Manhole	19	EA	1,930.00		36,670.00
361 5' Manhole	3	EA	2,930.00		8,790.00
361 Sewer Plug	5	EA	250.00		1,250.00
361 Concrete Encasement	2	EA	1,100.00		2,200.00
361 Inline Flushing Connection 3"	2	EA	787.00		1,574.00
361 End Flushing Connection 2"	1	EA	670.00		670.00
361 End Flushing Connection 3"	1	EA	682.00		682.00
361 Hydro Vac Sewer after Paving	4103	LF	0.50		2,051.50
361 2" Isolation Valve	1	EA	1,094.00		1,094.00
361 3" Isolation Valve	3	EA	1,357.00		4,071.00
Miners Pass			Subtotal	\$	165,893.05
361 8" PVC Pipe	4338	LF	\$ 20.40	\$	88,495.20
361 4' Manhole	18	EA	1,865.00		33,570.00
361 5' Manhole	7	EA	3,235.00		22,645.00
361 4" Sewer Service	1	EA	375.00		375.00
361 Sewer Plug	10	EA	210.00		2,100.00
361 Hydro Vac Sewer after Paving	4338	LF	0.50		2,169.00
361 CO1 - 8"PVC	351	LF	26.35		9,248.85
361 CO1 - 5' Manhole	2	EA	3,645.00		7,290.00
Cutting Horse Trail			Subtotal	\$	268,725.25
361 8" PVC Pipe (SDR 35)	1127	LF	\$ 20.00	\$	22,540.00
361 2" HDPE Low Pressure	4180	LF	12.00		50,160.00
361 3" HDPE Low Pressure	7115	LF	13.25		94,273.75
361 Air Release Valves	4	EA	2,000.00		8,000.00
361 4' Manhole	6	EA	1,960.00		11,760.00
361 1 1/2" House Service	38	EA	800.00		30,400.00
361 Concrete Encasement	1	EA	1,100.00		1,100.00
361 Inline Flushing Connection 3"	5	EA	787.00		3,935.00
361 Inline Flushing Connection 2"	2	EA	742.00		1,484.00
361 End Flushing Connection 3"	3	EA	670.00		2,010.00
361 End Flushing Connection 2"	3	EA	682.00		2,046.00
361 5' Manhole	1	EA	3,120.00		3,120.00
361 Hydro Vac Sewer after Paving	1127	LF	0.50		563.50
361 2" Isolation Valve	18	EA	1,094.00		19,692.00
361 3" Isolation Valve	13	EA	1,357.00		17,641.00

WICKENBURG RANCH WASTEWATER, LLC
ESTIMATED COST TO CONSTRUCT WASTEWATER FACILITIES
Revised Exhibit 5
Docket No. SW-20769A-10-0469

NARUC		Qty	Unit		\$ /Unit		Total
Acct							
Sewer					Subtotal	\$	897,000.00
360	OSLS-WRF Force Main Boring	1	LS	\$	725,000.00	\$	725,000.00
371	Irrigation Pump Station Mod.	1	LS		22,000.00		22,000.00
374	WRF - Irrigation Lake	1	LS		150,000.00		150,000.00
Irrigation					Subtotal	\$	345,204.75
375	Point of Connection Assembly	42	EA	\$	700.00	\$	29,400.00
375	Point of Connection Assembly	2	EA		1,325.00		2,650.00
375	Isolation Gate Valve Assembly	3	EA		255.00		765.00
375	Isolation Gate Valve Assembly	6	EA		290.00		1,740.00
375	Isolation Gate Valve Assembly	12	EA		640.00		7,680.00
375	Isolation Gate Valve Assembly	4	EA		790.00		3,160.00
375	Isolation Gate Valve Assembly	1	EA		1,865.00		1,865.00
375	Manual Drain Valve Assembly	2	EA		325.00		650.00
375	Air/Vacuum Relief Valve	20	EA		1,360.00		27,200.00
375	Pressure Reducing Valve	1	EA		4,175.00		4,175.00
375	C200 PVC Mainline 2"	4210	LF		4.10		17,261.00
375	C200 PVC Mainline 2.5"	5200	LF		4.35		22,620.00
375	C200 PVC Mainline 3"	1050	LF		4.50		4,725.00
375	C900 PVC Mainline 4"	8600	LF		6.85		58,910.00
375	C900 PVC Mainline 6"	4600	LF		10.00		46,000.00
375	C900 PVC Mainline 8"	800	LF		14.60		11,680.00
375	C900 PVC Mainline 10"	230	LF		22.00		5,060.00
375	4" DIP Mainline 60'	240	LF		26.00		6,240.00
375	4" DIP Mainline 120'	600	LF		26.00		15,600.00
375	6" DIP Mainline 60'	60	LF		27.00		1,620.00
375	6" DIP Mainline 120'	240	LF		27.00		6,480.00
375	2" C200 PVC Sleeves 60'	720	LF		2.50		1,800.00
375	2" C200 PVC Sleeves 120'	1440	LF		2.50		3,600.00
375	4" C200 PVC Sleeves 60'	360	LF		4.20		1,512.00
375	4" C200 PVC Sleeves 120'	240	LF		4.20		1,008.00
375	6" C200 PVC Sleeves 60'	60	LF		7.00		420.00
375	6" C200 PVC Sleeves 120'	360	LF		7.00		2,520.00
375	Rainmaster Communication	20575	LF		1.85		38,063.75
375	Fittings, Wire Connectors, Etc.	1	LS		20,000.00		20,000.00
375	Isolation Gate Valve Assembly	2	EA		400.00		800.00

WICKENBURG RANCH WASTEWATER, LLC
ESTIMATED COST TO CONSTRUCT WASTEWATER FACILITIES
 Revised Exhibit 5
 Docket No. SW-20769A-10-0469

NARUC Acct		Qty	Unit	\$/Unit	Total
WWTF				Subtotal	\$ 6,410,348.33
380	Phase I - 0.1 mgd	1	LS	\$ 1,734,903.00	\$ 1,734,903.00
380	Phase II - 0.315 mgd	1	LS	4,400,000.00	4,400,000.00
380	APS	1	LS	275,445.33	275,445.33
Lift Station				Subtotal	\$ 375,000.00
353	Offsite - Parcel HH	1	LS	\$ 375,000.00	\$ 375,000.00
Survey				Subtotal	\$ 64,572.58
361	Staking	1	LS	\$ 61,710.00	\$ 61,710.00
380/353	As-Builts	1	LS	2,862.58	2,862.58
Engineering				Subtotal	\$ 860,049.92
380	WWTF - Phase I & II	1	LS	\$ 583,349.92	\$ 583,349.92
361	Sewer - SKG	1	LS	276,700.00	276,700.00
Subtotal					\$ 9,558,916.39
Contingency					1,147,069.97
Service Line Installations					522,900.00
TOTAL WASTEWATER COSTS					\$ 11,228,886.35

Attachment 4

WICKENBURG RANCH WASTEWATER, LLC
ESTIMATED COST TO CONSTRUCT WASTEWATER FACILITIES BY ACCOUNT
Docket No. SW-20769A-10-0469

NARUC		Qty	Unit	\$/Unit	Total
Acct					
353	Offsite - Parcel HH	1	LS	\$ 375,000.00	\$ 375,000.00
353	As-Builts	1	LS	158.21	158.21
353	Contingency @ 12%				45,018.98
Total 353 - Year 4					\$ 420,177.19
360	OSLS-WRF Force Main Boring	1	LS	\$ 725,000.00	\$ 725,000.00
360	Contingency @ 12%				87,000.00
Total 360 - Year 4					\$ 812,000.00
361	Hydro Vac Sewer after Paving	1127	LF	\$ 0.50	\$ 563.50
361	End Flushing Connection 2"	1	EA	670.00	670.00
361	End Flushing Connection 3"	1	EA	682.00	682.00
361	2" Isolation Valve	1	EA	1,094.00	1,094.00
361	Concrete Encasement	1	EA	1,100.00	1,100.00
361	Sewer Plug	5	EA	250.00	1,250.00
361	Inline Flushing Connection 2"	2	EA	742.00	1,484.00
361	Inline Flushing Connection 3"	2	EA	787.00	1,574.00
361	End Flushing Connection 3"	3	EA	670.00	2,010.00
361	End Flushing Connection 2"	3	EA	682.00	2,046.00
361	Hydro Vac Sewer after Paving	4103	LF	0.50	2,051.50
361	Concrete Encasement	2	EA	1,100.00	2,200.00
361	5' Manhole	1	EA	3,120.00	3,120.00
361	Inline Flushing Connection 3"	5	EA	787.00	3,935.00
361	3" Isolation Valve	3	EA	1,357.00	4,071.00
361	10" PVC Pipe	203	LF	24.00	4,872.00
361	2" HDPE Low Pressure	525	LF	12.00	6,300.00
361	Air Release Valves	4	EA	2,000.00	8,000.00
361	5' Manhole	3	EA	2,930.00	8,790.00
361	4' Manhole	6	EA	1,960.00	11,760.00
361	3" Isolation Valve	13	EA	1,357.00	17,641.00
361	2" Isolation Valve	18	EA	1,094.00	19,692.00
361	8" PVC Pipe (SDR 35)	1127	LF	20.00	22,540.00
361	1 1/2" House Service	38	EA	800.00	30,400.00
361	3" HDPE Low Pressure	2304	LF	13.25	30,528.00
361	4' Manhole	19	EA	1,930.00	36,670.00
361	2" HDPE Low Pressure	4180	LF	12.00	50,160.00
361	8" PVC Pipe	3900	LF	18.30	71,370.00
361	3" HDPE Low Pressure	7115	LF	13.25	94,273.75
361	Staking	1	LS	16,486.65	16,486.65
361	Sewer - SKG	1	LS	143,375.30	143,375.30
361	Contingency @ 12%				72,085.16
Total 361 - Year 1					\$ 672,794.87

WICKENBURG RANCH WASTEWATER, LLC
ESTIMATED COST TO CONSTRUCT WASTEWATER FACILITIES BY ACCOUNT
Docket No. SW-20769A-10-0469

NARUC		Qty	Unit	\$/Unit	Total
Acct					
361	4" Sewer Service	1	EA	\$ 375.00	\$ 375.00
361	Sewer Plug	10	EA	210.00	2,100.00
361	Hydro Vac Sewer after Paving	4338	LF	0.50	2,169.00
361	CO1 - 5' Manhole	2	EA	3,645.00	7,290.00
361	CO1 - 8"PVC	351	LF	26.35	9,248.85
361	5' Manhole	7	EA	3,235.00	22,645.00
361	4' Manhole	18	EA	1,865.00	33,570.00
361	8" PVC Pipe	4338	LF	20.40	88,495.20
361	Staking	1	LS	41,812.87	41,812.87
361	Sewer - SKG	1	LS	24,826.37	24,826.37
361	Contingency @ 12%				27,903.87
Total 361 - Year 2					\$ 260,436.17
361	Staking	1	LS	\$ 3,410.47	\$ 3,410.47
361	Sewer - SKG	1	LS	108,498.33	108,498.33
361	Contingency @ 12%				13,429.06
Total 361 - Year 4					\$ 125,337.86
Total 361 - All Years					\$ 1,058,568.89
363	Service Line Installations			Year 1	\$ 67,550.00
363	Service Line Installations			Year 2	84,350.00
363	Service Line Installations			Year 3	101,850.00
363	Service Line Installations			Year 4	128,100.00
363	Service Line Installations			Year 5	141,050.00
Total 363 - All Years					\$ 522,900.00
371	Irrigation Pump Station Mod.	1	LS	\$ 22,000.00	\$ 22,000.00
371	Contingency @ 12%				2,640.00
Total 371 - Year 1					\$ 24,640.00
374	WRF - Irrigation Lake	1	LS	150,000.00	\$ 150,000.00
374	Contingency @ 12%				18,000.00
Total 374 - Year 1					\$ 168,000.00
375	6" C200 PVC Sleeves 60'	60	LF	\$ 7.00	\$ 420.00
375	Manual Drain Valve Assembly	2	EA	325.00	650.00
375	Isolation Gate Valve Assembly 2"	3	EA	255.00	765.00
375	Isolation Gate Valve Assembly	2	EA	400.00	800.00
375	4" C200 PVC Sleeves 120'	240	LF	4.20	1,008.00
375	4" C200 PVC Sleeves 60'	360	LF	4.20	1,512.00
375	6" DIP Mainline 60'	60	LF	27.00	1,620.00
375	Isolation Gate Valve Assembly 2.5"	6	EA	290.00	1,740.00
375	2" C200 PVC Sleeves 60'	720	LF	2.50	1,800.00
375	Isolation Gate Valve Assembly 10"	1	EA	1,865.00	1,865.00
375	6" C200 PVC Sleeves 120'	360	LF	7.00	2,520.00
375	Point of Connection Assembly 3"	2	EA	1,325.00	2,650.00
375	Isolation Gate Valve Assembly 6"	4	EA	790.00	3,160.00
375	2" C200 PVC Sleeves 120'	1440	LF	2.50	3,600.00

WICKENBURG RANCH WASTEWATER, LLC
ESTIMATED COST TO CONSTRUCT WASTEWATER FACILITIES BY ACCOUNT
Docket No. SW-20769A-10-0469

NARUC					
Acct		Qty	Unit	\$/Unit	Total
375	Pressure Reducing Valve Assembly	1	EA	4,175.00	4,175.00
375	C200 PVC Mainline 3"	1050	LF	4.50	4,725.00
375	C900 PVC Mainline 10"	230	LF	22.00	5,060.00
375	4" DIP Mainline 60'	240	LF	26.00	6,240.00
375	6" DIP Mainline 120'	240	LF	27.00	6,480.00
375	Isolation Gate Valve Assembly 4"	12	EA	640.00	7,680.00
375	C900 PVC Mainline 8"	800	LF	14.60	11,680.00
375	4" DIP Mainline 120'	600	LF	26.00	15,600.00
375	C200 PVC Mainline 2"	4210	LF	4.10	17,261.00
375	Fittings, Wire Connectors, Etc.	1	LS	20,000.00	20,000.00
375	C200 PVC Mainline 2.5"	5200	LF	4.35	22,620.00
375	Air/Vacuum Relief Valve Assembly	20	EA	1,360.00	27,200.00
375	Point of Connection Assembly 2"	42	EA	700.00	29,400.00
375	Rainmaster Communication Wire	20575	LF	1.85	38,063.75
375	C900 PVC Mainline 6"	4600	LF	10.00	46,000.00
375	C900 PVC Mainline 4"	8600	LF	6.85	58,910.00
375	Contingency @ 12%				41,424.57
Total 375 - Year 1					\$ 386,629.32
380	Phase I - 0.1 mgd	1	LS	\$ 1,734,903.00	\$ 1,734,903.00
380	APS Fees/Survey/Testing/Inspection	1	LS	77,893.80	77,893.80
380	WWTF - Phase I & II	1	LS	164,966.84	164,966.84
380	As-Builts	1	LS	764.78	764.78
380	Contingency @ 12%				237,423.41
Total 380 - Year 1					\$ 2,215,951.83
380	Phase II - 0.315 mgd	1	LS	\$ 4,400,000.00	\$ 4,400,000.00
380	APS Fees/Survey/Testing/Inspection	1	LS	197,551.53	197,551.53
380	WWTF - Phase I & II	1	LS	418,383.08	418,383.08
380	As-Builts	1	LS	1,939.60	1,939.60
380	Contingency @ 12%				602,144.91
Total 380 - Year 2					\$ 5,620,019.12
Total 380 - All Years					\$ 7,835,970.95
TOTAL WASTEWATER COSTS					<u>\$ 11,228,886.35</u>

Attachment 5

Phase 1 Breakdown (6.f)**Maintenance Road to WWTP**

Earthwork	48725	CY	\$	3.00	\$	146,175
12" Sewer	2100	LF	\$	30.00	\$	63,000
10" Sewer	845	LF	\$	25.00	\$	21,125
8" Sewer	756	LF	\$	20.00	\$	15,120
Manholes	21	EA	\$	3,500.00	\$	73,500
12" Effluent	2944	LF	\$	30.00	\$	88,320
8" Water	3701	LF	\$	20.00	\$	74,020
12" VB & Valves	6	EA	\$	2,200.00	\$	13,200
8" VB & Valves	10	EA	\$	1,200.00	\$	12,000
Electrical Trench / Conduit	2944	LF	\$	31.00	\$	91,264
ABC Surface (Haul & Place only)	2750	CY	\$	5.36	\$	14,740

Phase 1 WWTP

Mar-Wood Plant	1	EA	\$	550,779.00	\$	550,779
Sales Tax: Mar-Wood Plant	1	EA		4.763%	\$	26,230
WWTP Pad	305	CY	\$	18.00	\$	5,490
Grading	16,200	CY	\$	5.00	\$	81,000
Site Work (Piping, Fittings, Drains, Water Service)	1	LS	\$	200,000.00	\$	200,000
Chain Link Fence	1,200	LF	\$	8.00	\$	9,600
Double Gates	1	EA	\$	1,740.00	\$	1,740
3" AC / 6" ABC	2,160	SY	\$	30.00	\$	64,800
Curb and Gutter	2,050	LF	\$	16.00	\$	32,800
On Site Electrical	1	LS	\$	150,000.00	\$	150,000
					\$	1,734,903

Phase 2 Breakdown**Phase 2 WWTP**

Kubota Equipment	1	LS	\$	1,150,000.00	\$	1,150,000
Headworks	1	LS	\$	200,000.00	\$	200,000
Concrete Tanks	1	LS	\$	800,000.00	\$	800,000
Process Air	1	LS	\$	200,000.00	\$	200,000
Filtration	1	LS	\$	500,000.00	\$	500,000
Disinfection	1	LS	\$	500,000.00	\$	500,000
Additional Site Work	1	LS	\$	350,000.00	\$	350,000
Electrical	1	LS	\$	400,000.00	\$	400,000
Control Building	1	LS	\$	200,000.00	\$	200,000
SCADA System	1	LS	\$	100,000.00	\$	100,000
					\$	4,400,000

APS (6.e)

Cable, Transformer, Switchgear Fees	2944	LF	\$	89.31	\$	262,921.34
Sales Tax	1	EA		4.763%	\$	12,524.00

\$ 275,445.33

Service Line Installations (6.e)

Residential Services	2324	EA	\$	225.00	\$	522,900.00
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Off Site Lift Station to WRF Force Main/Boring (6.d)

Earthwork	25000	CY	\$	3.00	\$	75,000
Gabions	1867	CY	\$	85.85	\$	160,282
Gabion Excavation and Backfill	4130	CY	\$	5.75	\$	23,748
ABC Surface (Haul & Place only)	1404	CY	\$	5.36	\$	7,525
12" Force Main	4064	LF	\$	35.00	\$	142,240
10" Gravity Sewer	3480	LF	\$	28.00	\$	97,440
Manholes	25	EA	\$	3,500.00	\$	87,500
Hillside Boring: Force Main into WWTF	150	LF	\$	500.00	\$	75,000
Electrical Conduit	1815	LF	\$	31.00	\$	56,265

\$ 725,000

Attachment 6

Attachment 7

WICKENBURG RANCH WASTEWATER, LLC
SCHEDULE OF PROJECTED ADVANCES IN AID OF CONSTRUCTION AND REPAYMENTS
Docket No. SW-20769A-10-0469

	A	B	C	D	E	F	G	H=D-G
	Developer	SLMI AIAC	Total AIAC	Total	Developer 10%	SLMI AIAC	Total AIAC	Net
Year	AIAC Additions	Additions	Additions	AIAC	AIAC Repmt	10% Repmt	Repayments	AIAC
1	\$ 1,212,498	\$ 67,550	\$ 1,280,048	\$ 1,280,048	\$ -	\$ -	\$ -	\$ 1,280,048
2	1,212,498	84,350	1,296,848	2,576,897	12,140	6,755	18,895	2,558,002
3	-	101,850	101,850	2,678,747	50,004	21,945	71,949	2,606,797
4	-	128,100	128,100	2,806,847	118,309	47,320	165,629	2,641,218
5	-	141,050	141,050	2,947,897	224,497	85,505	310,002	2,637,895

Attachment 8

ATTACHMENT "C"
WICKENBURG RANCH WASTEWATER, LLC
REVISED PROFORMA BALANCE SHEET (SEWER)

End of Year One

Docket No. SW-20769A-10-0469

ASSETS

Current Assets

Cash	\$ 19,500
Accounts Receivable	8,093
Other	

Total Current Assets	\$ 27,593
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Fixed Assets

Utility Plant in Service	\$ 3,535,566
(Less) Accumulated Depreciation	(71,275)
Net Plant in Service	3,464,291
Other	
TOTAL ASSETS	<u>\$ 3,491,884</u>

LIABILITIES AND CAPITAL

Current and Accrued Liabilities

Accounts Payable	\$ 3,319
Notes Payable	-
Accrued Taxes	-
Accrued Interest	-
Other	-
Total Current and Accrued Liabilities	\$ 3,319

Long-Term Debt

Other	\$ -
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Deferred Credits

Advances in Aid of Construction	\$ 1,280,048
Contributions in Aid of Construction	-
Accumulated Deferred Income Tax	-
Total Deferred Credits	\$ 1,280,048

TOTAL LIABILITIES	\$ 1,283,367
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Capital Account

Common Stock	\$ -
Member Equity	2,255,518
Paid in Capital	-
Retained Earnings	(47,001)
Total Capital	\$ 2,208,516

TOTAL LIABILITIES AND CAPITAL	<u>\$ 3,491,884</u>
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Attachment 9

ATTACHMENT "C"
WICKENBURG RANCH WASTEWATER, LLC
PROFORMA BALANCE SHEET (SEWER)
 End of Years One Through Five
 Docket No. SW-20769A-10-0469

	Year 1	Year 2	Year 3	Year 4	Year 5
ASSETS					
<u>Current Assets</u>					
Cash	\$ 19,500	\$ (9,326)	\$ 472,260	\$ 803,536	\$ 1,820,696
Accounts Receivable	8,093	25,243	45,537	70,792	100,645
Total Current Assets	\$ 27,593	\$ 15,917	\$ 517,797	\$ 874,328	\$ 1,921,341
<u>Fixed Assets</u>					
Utility Plant in Service	\$ 3,535,566	\$ 9,500,371	\$ 9,602,221	\$ 11,087,836	\$ 11,228,886
(Less) Accumulated Depreciation	(71,275)	(357,774)	(789,239)	(1,232,377)	(1,687,581)
Net Plant in Service	3,464,291	9,142,598	8,812,982	9,855,459	9,541,306
Other					
TOTAL ASSETS	\$ 3,491,884	\$ 9,158,515	\$ 9,330,779	\$ 10,729,787	\$ 11,462,647
LIABILITIES AND CAPITAL					
<u>Current and Accrued Liabilities</u>					
Accounts Payable	\$ 3,319	\$ 5,150	\$ 7,372	\$ 10,604	\$ 14,482
Notes Payable	-	-	-	-	-
Accrued Taxes	-	-	-	-	-
Accrued Interest	-	-	-	-	-
Customer Deposits	28,950	41,940	50,880	63,630	71,430
Total Current and Accrued Liabilities	\$ 32,269	\$ 47,090	\$ 58,252	\$ 74,234	\$ 85,912
<u>Long-Term Debt</u>					
Other	\$ -	\$ -	\$ -	\$ -	\$ -
<u>Deferred Credits</u>					
Advances in Aid of Construction	\$ 1,280,048	\$ 2,558,002	\$ 2,606,797	\$ 2,641,218	\$ 2,637,895
Contributions in Aid of Construction	-	-	-	-	-
Accumulated Deferred Income Tax	-	-	-	-	-
Total Deferred Credits	\$ 1,280,048	\$ 2,558,002	\$ 2,606,797	\$ 2,641,218	\$ 2,637,895
TOTAL LIABILITIES	\$ 1,312,317	\$ 2,605,093	\$ 2,665,050	\$ 2,715,452	\$ 2,723,807
<u>Capital Account</u>					
Common Stock	\$ -	\$ -	\$ -	\$ -	\$ -
Member Equity	2,226,568	6,650,260	6,721,555	7,761,485	7,860,220
Paid in Capital	(47,001)	(96,838)	(55,826)	252,850	878,619
Retained Earnings	\$ 2,179,567	\$ 6,553,422	\$ 6,665,729	\$ 8,014,336	\$ 8,738,839
Total Capital					
TOTAL LIABILITIES AND CAPITAL	\$ 3,491,884	\$ 9,158,515	\$ 9,330,779	\$ 10,729,787	\$ 11,462,647

Attachment 10

WICKENBURG RANCH WASTEWATER, LLC
5-YEAR PROJECTION FOR ESTIMATED CUSTOMER DEPOSITS AND REFUNDS
Docket No. SW-20769A-10-0469

Year	A		B		C	
	Deposits Received		Deposit Refunded		End of Year Deposits	
1	\$	28,950	\$	-	\$	28,950
2		36,150		23,160		41,940
3		43,650		34,710		50,880
4		54,900		42,150		63,630
5		60,450		52,650		71,430

Attachment 11

WICKENBURG RANCH WASTEWATER, LLC
PROJECTED CAPITAL STRUCTURE - YEARS ONE THROUGH FIVE
Docket No. SW-20769A-10-0469

	Year 1	Year 2	Year 3	Year 4	Year 5
Member Equity	\$ 2,226,568	\$ 6,650,260	\$ 6,721,555	\$ 7,761,485	\$ 7,860,220
Advances	1,280,048	2,558,002	2,606,797	2,641,218	2,637,895
Retained Earnings	(47,001)	(96,838)	(55,826)	252,850	878,619
Total Capital	\$ 3,459,615	\$ 9,111,424	\$ 9,272,527	\$ 10,655,553	\$ 11,376,735

Attachment 12

ATTACHMENT 12-1

**MEMORANDUM OF AGREEMENT
BETWEEN ARIZONA PUBLIC SERVICE COMPANY
AND VAN DEVELOPMENT CO, INC, 5860 DEVELOPMENT, INC, JVT
INVESTORS, LLC, and VANWICK, LLC**

This Memorandum of Agreement (the "MOA") is entered into this 28 day of August, 2009 by and between **Arizona Public Service Company**, an Arizona corporation ("APS"), **Van Development Co., Inc.**, a Kansas corporation ("VDC"), **5860 Development, Inc.**, an Arizona corporation ("5860"), **JVT Investors, LLC**, an Arizona limited liability company ("JVT"), and **Vanwick, LLC**, an Arizona limited liability company ("VWICK"), (VDC, 5860, JVT, and VWICK are collectively referred to as "Owner").

RECITALS

- A. Owner is the owner of the Wickenburg Ranch Resort, an approximately 2160 acre golf resort located on the east side of Highway 89, in sections 7, 8, 17, 18, 19, and 20, Township 8 North, Range 5 West, in Yavapai County, Arizona, which is legally described on **Exhibit "A"** attached hereto and by this reference incorporated herein (the "Property"). That portion of the Property to be affected by the facilities and easements described in this MOA, and the locations of such facilities and easements, are depicted on the Site Plan attached hereto as **Exhibit "B"** and by this reference incorporated herein (the "Site Plan").
- B. Based on planning studies, APS intends to construct and install a new 69/12kV Substation, which shall be known as the Congress Substation (the "Substation"), which will provide electric service to the Property.
- C. Owner has agreed to (a) donate the site required to house the Congress Substation in the approximate location and configuration of Tract C as reflected on the Site Plan (the "Substation Site") and to provide an access easement to the Substation Site across the area identified as Tract D on the Site Plan (the "Access Easement").
- D. Owner has requested that APS install 69kV overhead power lines within the 30 foot-wide APS Utility Easement and Trail Easement along the northern boundary of the Property as reflected on the Site Plan (the "APS/Trail Easement"). The proposed in and out 69kV overhead lines exiting Congress Substation will extend and connect to the existing White Spar to Wickenburg 69kV overhead line for an approximate distance of 3.61 miles.

AGREEMENT

In consideration of the foregoing premises and the mutual covenants and agreements set forth herein, the parties hereby agree as follows:

1. Promptly following execution of this MOA, Owner shall convey fee title to the Substation Site to APS by Special Warranty Deed in the form appearing as **Exhibit "C"** attached hereto and by this reference incorporated herein. In addition, Owner shall, through easement documentation reasonably acceptable to Owner and APS:
 - a. establish a dedicated, exclusive, uniform ten-foot wide safety zone easement around the perimeter of the Substation Site (the "Safety Zone Easement");
 - b. establish a non-exclusive thirty (30) foot wide easement in favor of APS within the area identified on the Site Plan and referred to herein as the "APS/Trail Easement" for the installation and maintenance of the in and out 69kV overhead power lines out of Congress Substation, subject to the conditions stated in Sections 9 and 10 of this MOA; and
 - c. establish a non-exclusive access easement in favor of APS over and through the Access Easement area reflected on the Site Plan, lying between the Substation Site and the APS/Trail Easement (the "Access Easement") which shall be shared with VWICK which will be maintaining facilities immediately south of the Substation Site on Exception Parcel 1 as reflected on the Site Plan ("Exception Parcel 1").
2. Owner shall cause its engineers to prepare legal descriptions for use in conveying the above described Substation Site and establishing the above described easements which are an accurate representation of the Substation Site, the Safety Zone Easement, the APS/Trail Easement and the Access Easement depicted on the Site Plan.
3. Owner shall include full depiction and name designations of the Substation Site, the Safety Zone Easement, the APS/Trail Easement and the Access Easement on any subdivision plat(s) encompassing such areas which are ultimately recorded in the Yavapai County records.
4. The above described easements shall further delineate APS' rights and responsibilities with respect to the APS/Trail Easement, the Safety Zone Easement and the Access Easement.

5. Owner shall grant to APS all necessary temporary construction easements to provide for ingress and egress across the Property to and from the overhead 69kV alignment contemplated in this MOA. Said ingress and egress routes shall be mutually determined by the Owner and APS and APS shall provide an easement instrument to the Owner for signature prior to APS' usage thereof.
6. Owner shall provide APS a temporary construction "lay down" area easement approximately 300 feet X 300 feet for the purpose of material/equipment storage and provide for helicopter operations relating to the construction of the 69kV overhead power lines. Said lay down area shall be located on the Property at a mutually acceptable location.
7. The above referenced Substation Site, Safety Zone Easement, Access Easement, APS/Trail Easement, the temporary ingress/egress and lay down area easements shall be provided to APS at no cost.
8. APS will bear the full cost for the design and construction of its new 69kV overhead lines and Substation, except as otherwise provided in this MOA and unless the Owner requests additional construction for its benefit. .
9. Owner will not allow any future utility lines or facilities to be constructed within the APS/Trail Easement without the prior written consent of APS' authorized representative. Owner shall promptly notify APS in writing of any requests for construction of utility lines or other facilities within the APS/Trail Easement. If APS believes such lines or other facilities may be detrimental to or interfere with the operation, maintenance, upgrading, repair or removal of its overhead 69kV electric lines, then APS can deny such request. If APS and Owner cannot agree as to whether any future utility lines or other facilities will likely interfere with or be detrimental to the overhead 69kV electric lines, APS shall have final authority to decide whether such future utility lines or other facilities shall be permitted and under what terms and conditions.
10. If future utility lines or other facilities are permitted to be constructed by Owner or are constructed by Owner within the APS/Trail Easement without APS' approval, Owner shall require the owner of such utility lines or facilities to promptly remove or relocate them (at the expense of the Owner) if and when in APS' opinion an actual or a reasonably threatened conflict or interference with APS' operation, use or maintenance of the overhead 69kV electric lines arises.
11. At this time, Owner and APS do not contemplate that APS will be required to disturb any previously delineated 404 jurisdictional waterways within the boundaries of the Property in order to install the 69kV overhead lines. Should it be determined in the future that APS will need to disturb previously delineated 404 jurisdictional waterways within the boundaries of the Property to install the 69kV overhead lines, Owner and APS agree to mutually cooperate in resolving the 404 disturbance issues to avoid violating the terms of the Owner's existing

404 permit. If any such resolution requires an amendment to such 404 permit or the issuance of a new or supplemental permit, APS shall be responsible for the processing and cost of acquiring the same.

12. APS will construct a low profile-type Substation that will have 10 ft high block wall. The Owner will have the opportunity to review the site design and provide input regarding the aesthetic treatment to the Substation walls. The perimeter wall shall be approved by the Owner and shall be aesthetically compatible with the Wickenburg Ranch Resort. Owner's approval shall not be unreasonably withheld, conditioned or delayed.
13. The Owner has completed grading and compaction of the Substation Site in accordance with the grading plans prepared by SKG under its Job#154-1 dated August 11, 2008, a copy of which has been provided to and accepted by APS. APS has inspected such work and hereby confirms that such work has been performed in accordance with the Grading Plans, and is in accordance with APS standards. APS shall provide all final grading, excluding retention grading, as may be required in conjunction with the construction of the Substation. All storm water detention and/or retention basins required for the Substation Site shall be located on Exception Parcel 1. The Substation Site will drain to locations away from the Substation Site.
14. Private access to the Substation Site will be accommodated with two points of access off the Access Easement as generally depicted on the Site Plan. The roadway to the Access Easement will be structurally constructed by the Owner, in compliance with AASHTO Standard HS-20 Loading Requirements. A forty (40) foot minimum radius will be installed for access driveways to accommodate large truck and trailer vehicles. The roadway will comply with Yavapai County or ADOT standards (as applicable) for access to the Substation Site. It shall be surfaced from SR89 to the Access Easement, and shall incorporate locked gates to limit travel from SR89 across the Access Easement to authorized APS and Water Company personnel and contractors, and shall include turn lanes, if required by Yavapai County or ADOT. APS and the Owner shall share equally in the cost of all of the work described in this Section 14.
15. **INTENTIONALLY OMITTED.** [Note: the improvements previously described in this Section 15 are incorporated into the scope of work described in Section 14 above.]
16. Owner agrees to operate and maintain any ADOT mandated improvements within SR89 at Owner's sole expense, unless maintenance is performed by ADOT or Yavapai County.

17. Owner agrees that APS shall have permanent emergency access to and from the Congress Substation via the Access Easement contemplated hereunder as well as upon surface streets interior to the Property and linking to Highway 89 and Highway 93.
18. No encroachment into or landscaping or other improvements shall be permitted within the Access Easement, the APS/Trail Easement and the Safety Zone Easement without prior written approval of APS' authorized representative.
19. Owner will be responsible for the management of storm water drainage onto Exception Parcel 1 from the Substation Site. Owner will be responsible for any landscaping requirements and maintenance outside of the Safety Zone Easement.
20. Owner will diligently prepare and submit to APS any landscape plans for the surface surrounding the perimeter of the Access Easement, the Safety Zone Easement, and the APS/Trail Easement, including any plans for an irrigation system, for its comments and written approval prior to installation of such improvements adjacent thereto. Such approval shall not be unreasonably withheld, conditioned or delayed by APS. Upon APS' approval of Owner's landscape and irrigation system plans, the Owner may install landscape materials and the irrigation system in accordance with the APS-approved plans after the completion of the Substation and installation of the power lines contemplated in this MOA (collectively, the "Project").
21. This Agreement will be effective when it has been signed by duly authorized representatives of both parties.
22. The parties may, from time to time, amend or supplement this MOA but to be legally binding upon the parties, the amendment or supplement must be in writing, and signed by authorized representatives of the parties.
23. Nothing contained in the MOA will be considered to be a formation of a partnership, joint venture or other legal entity, nor shall the parties be authorized to represent one another. The parties' relationship under this MOA is that of independent contractors.
24. Each party (the "Indemnifying Party") shall indemnify and hold harmless the other party and its directors, officers, agents, and employees (the "Indemnified Parties") from and against any and all claims, demands, suits, cost of defense, attorneys' fees, witness fees of any type, losses, damages, expenses, and liabilities arising as a result of injury to or death of any person or persons or damage to or loss of tangible property to which the Indemnified Parties may be put or subject, but only to the extent caused by any act, action, omission, negligence or default on the part of the Indemnifying Party or any of its employees, agents, or contractors.

25. If Owner defaults in any of its obligations hereunder and as a result of such default APS can not complete the Project, Owner will pay APS for any actual costs incurred by APS as of the effective date of cancellation associated with the Project, including without limitation, engineering, right-of-way acquisitions, and materials within thirty (30) days following receipt of APS' invoice. In the determination of actual costs incurred by APS as a result of Owner's untimely cancellation, APS shall mitigate such costs as much as is commercially reasonable and possible.
26. All cost, material, and technical specifications involved with the Project are deemed confidential and proprietary and shall not be shared with any third parties without the prior written consent of APS.

GENERAL PROVISIONS

- a. Force Majeure: Notwithstanding any other term, condition or provision hereof to the contrary, in the event either Party hereto is precluded from satisfying or fulfilling any duty or obligation imposed upon such party by the terms hereof (excluding the obligation to make payments called for by this MOA) due to *labor strikes, material shortages, war, civil disturbances, severe weather conditions, natural disasters, acts of God, or other events beyond the control of such party*, the time period provided herein for the performance by such party of such duty or obligations shall be extended for a period equal to the delay occasioned by such events.
- b. Timing: Time is of the essence in implementing the terms of this MOA.
- c. Other Acts: Each of the parties hereto shall promptly and expeditiously execute and deliver all such documents and perform all such acts as reasonably necessary, from time to time, to carry out the matters contemplated by this MOA.
- d. Waiver: No delay in exercising any right or remedy by either APS or Owner shall constitute a waiver thereof. Any waiver of the provisions of this MOA must be in writing and signed by the appropriate officials or officers of the APS or Owner. The failure of any party to enforce the provisions of the MOA or require performance of any of its provisions shall not be construed as a waiver of such provisions or affect the right of the party to enforce all of the provisions of the MOA. Waiver of any breach of this MOA shall not be held to be a waiver of any preceding or subsequent breach of the same or any other covenant or condition of this MOA.
- e. This MOA shall be interpreted and enforced in accordance with the laws of the State of Arizona without application of its rules related to Conflicts of Laws.

Attachments:


Exhibit A – Legal Description of Property

Exhibit B - Site Plan


Exhibit C – Form of Congress Substation Warranty Deed

An authorized representative of the parties has executed this Agreement.


Arizona Public Service Company
"APS"

By: 
Name: GILBERT SOMMER
Title: PRESIDENT DIVISION MANAGER

Van Development Co., Inc
"VDC"


By: 
Cecil Van Tuyl, President by
Larry Van Tuyl as his
Attorney-in-Fact

5860 Development, Inc.
"5860"

By: 
P. Stanley Reed
Assistant Secretary

JVT Investors, LLC
"JVT"

By: 7575 Development, Inc., Manager

By: 
P. Stanley Reed
Assistant Secretary

Vanwick, LLC
"VWICK"

By: VTWICK, Inc., Manager

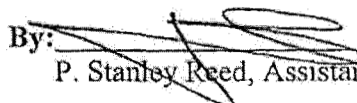
By: 
P. Stanley Reed, Assistant Secretary

EXHIBIT "A"

Parcel #1: The North half of the North half of Section 7, Township 8 North, Range 5 West, Gila and Salt River Meridian, Yavapai County, Arizona, lying East of State Route 89.

ATTACHMENT 12-2

When recorded mail to:
Robert Bott
APS Land Services Dept.
P.O. Box 53933
Station 3016
Phoenix, Az. 87072-3933

SPECIAL WARRANTY DEED

For the consideration of TEN AND NO/100 DOLLARS, and other valuable considerations, **VAN DEVELOPMENT CO., INC.**, a Kansas corporation, an undivided 57.4% interest, to **5860 DEVELOPMENT, INC.**, an Arizona corporation, an undivided 19.8% interest, and to **JVT INVESTORS, LLC.**, an Arizona limited liability company, an undivided 22.8% interest, as tenants in common, (hereinafter called "GRANTORS"), do hereby convey to **ARIZONA PUBLIC SERVICE COMPANY**, an Arizona Corporation, (hereinafter called GRANTEE), the real property more particularly described on EXHIBIT "1" attached hereto and by this referenced incorporated herein:

SUBJECT TO: Current taxes not yet due and payable, all existing reservations in patents, deed restrictions, encroachments, assessments, covenants, conditions, restrictions, rights of way and easements, and all other matters of record.

And Grantor hereby binds itself and its successors to warrant and defend the title to the Property, as against all acts of Grantor herein and none other, subject to the matters above set forth.

IN WITNESS WHEREOF, **Van Development Co., Inc.**, a Kansas corporation, has caused this

Warranty Deed to be executed, this 14th day of August, 2009.

IN WITNESS WHEREOF, **5860 Development, Inc.**, an Arizona corporation, has caused this

Warranty deed to be executed, this 14th day of August, 2009.

IN WITNESS WHEREOF, **JVT Investors, LLC**, an Arizona limited liability company, has caused

this Warranty Deed to be executed, this 14th day of August, 2009.

(signatures on following page)

Van Development Co., Inc.,
a Kansas Corporation

By: 

Cecil Van Tuyl, President
by Larry Van Tuyl as his
Attorney-in-Fact

5860 Development, Inc.,
an Arizona Corporation

By: 

P. Stanley Reed, Assistant Secretary

JVT Investors, LLC,
an Arizona limited liability company

By: 7575 Development, Inc., Manager

By: 

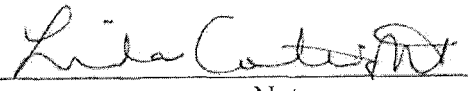
P. Stanley Reed, Assistant Secretary

STATE OF ARIZONA }
 } ss.
County of Maricopa }

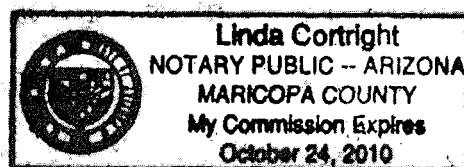
This instrument was acknowledged before me this 14th day of August, 2009 by Larry Van Tuyl as Attorney-in-Fact for Cecil Van Tuyl, the President of Van Development Co., Inc.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

Notary Seal



Notary

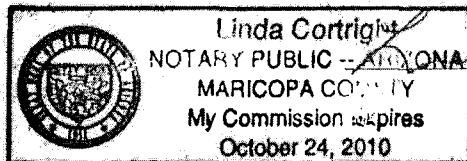


STATE OF ARIZONA }
 } ss.
County of Maricopa }

This instrument was acknowledged before me this 14th day of August, 2009 by P. Stanley Reed,
Assistant Secretary of 5860 Development, Inc.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

Notary Seal



Linda Cortright

Notary

STATE OF ARIZONA }
 } ss.
County of Maricopa }

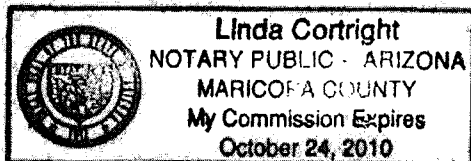
This instrument was acknowledged before me this 14th day of August, 2009 by P. Stanley Reed,
Assistant Secretary of 7575 Development, Inc., the Manager of JVT Investors, LLC.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

Notary Seal

Linda Cortright

Notary



WARRANTY DEED EXHIBIT "1"

That certain parcel of land situated in the Northwest quarter of Section 7, Township 8 North, Range 5 West Gila and Salt River Meridian, Yavapai County, Arizona, more particularly described as follows:

COMMENCING at the North quarter corner of Said Section 7

THENCE: North 89° 59' 56" West along the North line of the Northwest quarter of said Section 7 a distance of 517.86 feet;

THENCE: Departing said North line on a bearing of South 00° 00' 00" East, a distance of 98.43 feet to the TRUE POINT OF BEGINNING;

THENCE: continuing on a bearing of South 00° 00' 00" East, a distance of 207.24 feet;

THENCE: South 90° 00' 00" West, a distance of 210.23 feet;

THENCE: North 00° 00' 00" East, a distance of 207.24 feet;

THENCE: North 90° 00' 00" East, a distance of 210.23 feet to the TRUE POINT OF BEGINNING. Said parcel encompassing 1.00 acres.

ATTACHMENT 12-3



November 18, 2010
Mr. Gary Edwards, Town Manager
Town of Wickenburg
155 N. Tegner, Suite A
Wickenburg Arizona 85390

Dear Mr. Edwards:

On November 16, 2010, Wickenburg Ranch Wastewater, LLC filed with the Arizona Corporation Commission ("Commission") an application for authority to provide sewer service to Wickenburg Ranch in the area (see attached map and legal description). The Commission has designated this matter as docket no. SW-20769A-10-0469.

The application is available for inspection during regular business hours at the offices of the Commission at 1200 West Washington Street, Phoenix, Arizona 85007, and at Wickenburg Ranch Wastewater, LLC, c/o M3 Companies, 4222 East Camelback Road, Suite H-100, Phoenix, Arizona 85018. If you have any questions about this application, or if you would like to obtain a copy of the application, you may contact Wickenburg Ranch Wastewater management, whose contact information is below:

Bill Brownlee
M3 Builders, LLC
4222 East Camelback Road
Suite H-100
Phoenix, Arizona 85018
602-386-1307

You may also contact the Consumer Services Section of the Commission at 1200 West Washington Street, Phoenix, Arizona 85007 or call 1-800-222-7000.

Very Truly Yours,

A handwritten signature in dark ink, appearing to read 'Thomas H. Warley', is written over a large, stylized, light-colored oval shape.

Thomas H. Warley
Development Manager
M3 Builders, LLC

Attachment 13

MEMORANDUM

TO: Vicki Wallace
Executive Consultant III
Utilities Division

FROM: Lon H. Miller
Programs & Projects Specialist
Utilities Division

THRU: Del Smith
Engineering Supervisor
Utilities Division

DATE: January 4, 2011

RE: **WICKENBURG RANCH WASTEWATER (DOCKET NO. SW-20769A-10-0469)**
AMENDED LEGAL DESCRIPTION

RECEIVED

JAN 05 2010

MOYES SELLERS

The area requested by Wickenburg for a CC&N for sewer service has been plotted using an amended legal description correcting two minor errors on Page 1-4 of the Company's Exhibit 1, which has been docketed. The remaining pages of the original legal description remain unchanged. The attached legal description includes the corrected page and should be used in place of the original description (in its entirety) submitted with the application.

Also attached is a copy of the map for your files.

:lhm

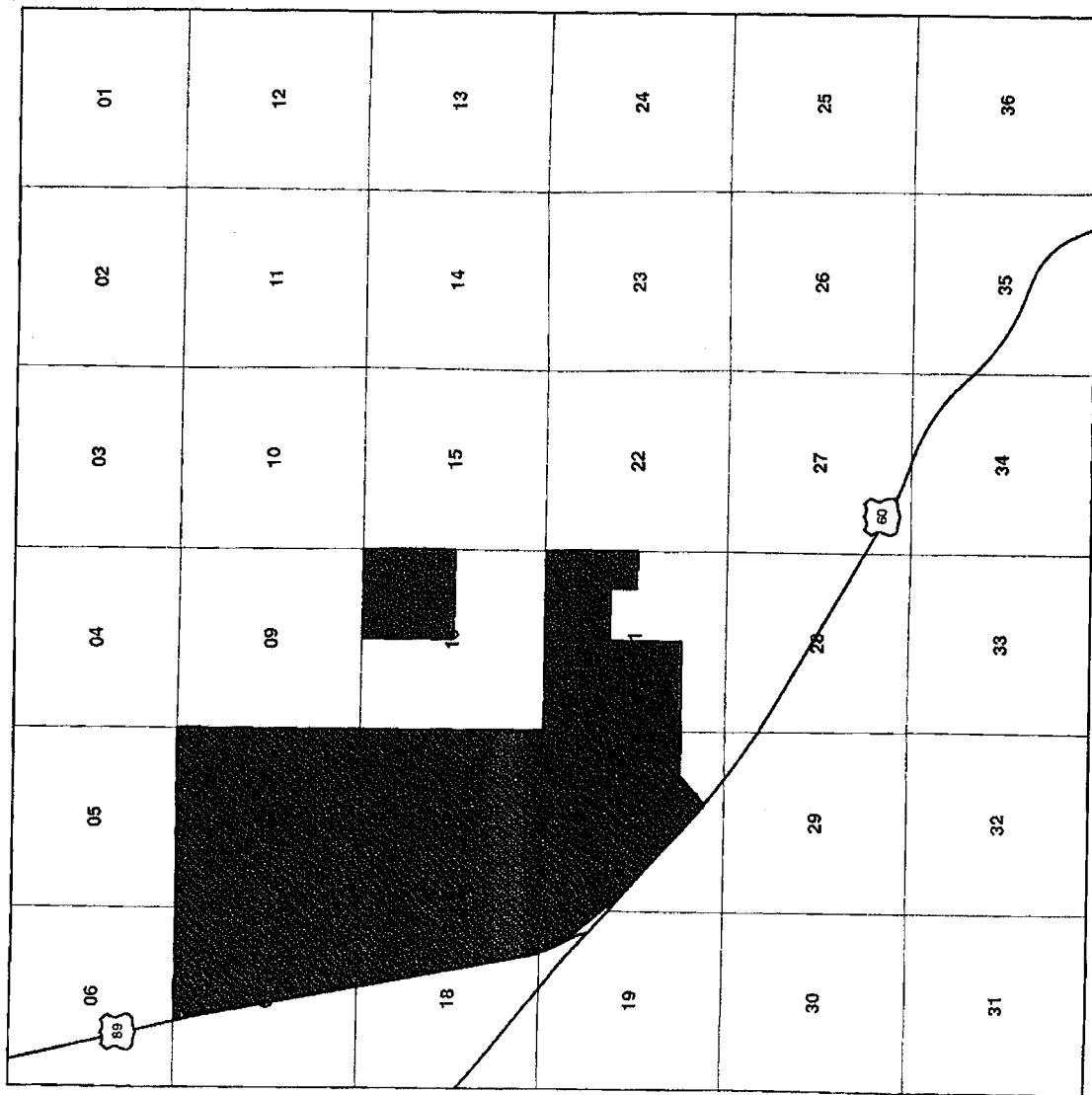
Attachments

cc: Mr. Steve Wene
Ms. Deb Person (Hand Carried)
Ms. Katrin Stukov
File

YAVAPAI COUNTY

RANGE 5 West

TOWNSHIP 8 North



W-03994A (1)
Wickenburg Ranch Water Company, LLC

(1)
Wickenburg Ranch Wastewater, LLC
Docket No. SW-20769A-10-0469
Application for CC&N

EXHIBIT 1

Wickenburg Ranch Wastewater, L.L.C.
Service Area Legal Description
Parcel No 1

All that portion of Sections 7, 8, 17 and 18, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, more particularly described as follows:

BEGINNING at the Northeast Corner of said Section 7, point also being the Northwest corner of said Section 8:

Thence North 89 degrees 58 minutes 15 seconds East, 639.21 feet along the North line of said Section 8;

Thence South 17 degrees 27 minutes 50 seconds East, 913.00 feet;

Thence South 20 degrees 28 minutes 12 seconds East, 802.26 feet;

Thence South 39 degrees 20 minutes 49 seconds East, 1119.67 feet;

Thence South 17 degrees 52 minutes 53 seconds East, 402.20 feet;

Thence South 12 degrees 51 minutes 26 seconds West, 249.52 feet;

Thence South 01 degrees 07 minutes 38 seconds West, 411.79 feet;

Thence South 23 degrees 07 minutes 02 seconds East, 236.98 feet;

Thence South 38 degrees 58 minutes 00 seconds East, 329.01 feet;

Thence South 54 degrees 59 minutes 00 seconds East, 1101.16 feet;

Thence South 13 degrees 43 minutes 16 seconds West, 1068.17 feet to a point from which the South Quarter corner of said Section 8 bears North 34 degrees 30 minutes 42 seconds West, 471.28 feet;

Thence North 85 degrees 04 minutes 37 seconds West, 417.23 feet;

Thence North 74 degrees 12 minutes 30 seconds West, 384.82 feet;

Thence North 85 degrees 59 minutes 26 seconds West, 252.71 feet;

Thence South 87 degrees 41 minutes 42 seconds West, 678.82 feet;

Thence North 78 degrees 08 minutes 06 seconds West, 799.05 feet;

Thence North 69 degrees 14 minutes 01 seconds West, 601.69 feet to a point from which the corner common to said Sections 7, 8, 17 and 18, bears South 50 degrees 33 minutes 43 seconds East, 192.62 feet;

Thence South 06 degrees 07 minutes 06 seconds West, 642.74 feet;

Thence South 23 degrees 44 minutes 04 seconds East, 565.53 feet;

Thence South 05 degrees 31 minutes 57 seconds West, 817.18 feet;

Thence South 11 degrees 54 minutes 27 seconds West, 1042.85 feet;

Thence South 74 degrees 13 minutes 56 seconds West, 437.84 feet;

Thence South 82 degrees 21 minutes 15 seconds West, 62.17 feet;

Thence North 78 degrees 05 minutes 33 seconds West, 964.58 feet to a point on the East right-of-way of United States Highway 89;

Thence North 10 degrees 49 minutes 30 seconds West, 7191.87 feet along the said East right-of-way to a point on a tangent curve concave to the West and having a radius of 11,510.00 feet and a center point which bears South 79 degrees 06 minutes 51 seconds West;

Thence continuing along said curve through a central angle of 02 degrees 43 minutes 45 seconds and an arc length of 548.27 feet;
Thence North 13 degrees 31 minutes 56 seconds West, 496.30 feet along the East right-of-way to a point on the North line of said Section 7;
Thence South 89 degrees 59 minutes 56 seconds East, 925.02 feet along the said North line to the North Quarter corner of said Section 7;
Thence South 89 degrees 56 minutes 00 seconds East, 2368.78 feet to the Northeast corner of said Section 7 and the POINT OF BEGINNING.

EXCEPTING there from that portion of the Southeast quarter of the Northwest (SE ¼, NW ¼) of Section 7, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, conveyed to the State of Arizona in Deed recorded in Book 4159 of Official Records, Page 828, records of Yavapai County, Arizona, described as follows:

COMMENCING at an aluminum cap marking the West quarter corner of said Section 7 from which a rebar marking the East quarter corner of said Section 7 bears South 89 degrees 06 minutes 17 seconds East, 5288.84 feet;
Thence along the East-West mid section line of said Section 7, South 89 degrees 06 minutes 17 seconds East 2483.49 feet to the existing right of way centerline of State Route 89 (Wickenburg-Prescott Highway);
Thence along said existing right of way centerline of State Route 89 North 10 degrees 18 minutes 52 seconds West 144.20 feet;
Thence North 79 degrees 41 minutes 08 seconds East 50.00 feet to the said existing Easterly right of way line of said State Route 89 and the Point of Beginning;
Thence South 55 degrees 18 minutes 52 seconds East 29.70 feet;
Thence South 10 degrees 18 minutes 52 seconds East, 50.00 feet;
Thence South 33 degrees 21 minutes 12 seconds West 30.41 feet to said existing Easterly right of way line of said State Route 89;
Thence along said existing Easterly right of way line of State Route 89, North 10 degrees 18 minutes 52 seconds West 93.00 feet to the Point of Beginning.

AND EXCEPTING that portion of the Southwest quarter of the Southeast quarter (SW ¼, SE ¼) of said Section 7, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, described as follows;

COMMENCING at a rebar marking the South quarter corner of said Section 7 from which a marked stone marking the Southeast corner of said Section 7 bears South 89 degrees 32 minutes 23 seconds East 2643.46 feet;
Thence along the South line of said Section 7 South 89 degrees 32 minutes 23 seconds East 347.08 feet to said existing right of way centerline of State Route 89;
Thence along said existing right of way centerline of State Route 89 North 10 degrees 18 minutes 52 seconds West 898.02 feet;
Thence North 79 degrees 41 minutes 08 seconds East 50.00 feet to the existing right of way line State Route 89 and the Point of Beginning;
Thence South 55 degrees 18 minutes 52 seconds East 7.07 feet;
Thence South 10 degrees 18 minutes 52 seconds East 76.00 feet;

Thence South 34 degrees 41 minutes 08 seconds West 7.07 feet to said existing Easterly right of way line of State Route 89;
Thence along said existing Easterly right of way line of State Route 89 North 10 degrees 18 minutes 52 seconds West 86.00 feet to the Point of Beginning;

AND EXCEPTING that portion of the Northwest quarter of the Northeast quarter (NW ¼, NE ¼) of Section 18, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, conveyed to the State of Arizona in Deed recorded in Book 4159 of Official Records, Page 828, records of Yavapai County, Arizona, described as follows:

COMMENCING at a marked stone marking the Northeast corner of said Section 18 from which a rebar marking the North quarter corner of said Section 18 bears North 89 degrees 35 minutes 35 seconds West 2643.46 feet;
Thence along the North line of said Section 18, North 89 degrees 35 minutes 33 seconds West, 2296.38 feet to said existing right of way centerline of State Route 89;
Thence along said existing right of way centerline of said State Route 89, South 10 degrees 18 minutes 52 seconds East 616.98 feet;
Thence North 79 degrees 41 minutes 08 seconds East 50.00 feet to said existing Easterly right of way line of said State Route 89 and the Point of beginning;
Thence South 55 degrees 18 minutes 52 seconds East 24.04 feet;
Thence South 10 degrees 18 minutes 52 seconds East 20.00 feet;
Thence South 34 degrees 41 minutes 08 seconds West 24.04 feet to said existing right of way line of said State Route 89;
Thence along said existing Easterly right of way line of State Route 89, North 10 degrees 18 minutes 52 seconds West 54.00 feet to the Point of Beginning;

AND EXCEPT all minerals and all uranium, thorium, or any other material which is or may be determined to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in Patent from United States of America, recorded in Book 192 of Deeds, Page 423 and in Book 10 of Official Records, Page 406, records of Yavapai County, Arizona.

(Reservoir Site 2008)

AND EXCEPT that portion of the Northwest quarter of said Section 7, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, more particularly described as follows:

COMMENCING at the North quarter corner of said Section 7;
Thence North 89 degrees 59 minutes 56 seconds West along the North line of said Northwest quarter a distance of 476.65 feet to the TRUE POINT OF BEGINNING;
Thence South 00 degrees 00 minutes 00 seconds East, leaving said North line a distance of 193.27 feet;
Thence South 75 degrees 41 minutes 21 seconds East a distance of 318.69 feet to a point on a curve the radius of which bears South 45 degrees 19 minutes 13 seconds East a distance of 42.50 feet;

Thence Southerly along the arc of said curve through a central angle of 41 degrees 35 minutes 32 seconds a distance of 30.85 feet;

Thence North 75 degrees 18 minutes 54 seconds West, leaving said curve a distance of 308.93 feet;

Thence South 16 degrees 29 minutes 36 seconds West a distance of 65.66 feet;

Thence South 00 degrees 00 minutes 00 seconds East a distance of 21.39 feet to the TRUE POINT OF BEGINNING;

Thence continuing South 00 degrees 00 minutes 00 seconds East a distance of 224.22 feet;

Thence South 76 degrees 45 minutes 28 seconds West a distance of 141.74 feet;

Thence North 58 degrees 42 minutes 37 seconds West a distance of 98.50 feet;

Thence North 13 degrees 31 minutes 56 seconds West a distance of 211.40 feet;

Thence North 90 degrees 00 minutes 00 seconds East a distance of 271.61 feet, to the TRUE POINT OF BEGINNING.

(Well 4 site 2008)

AND EXCEPT That portion of the Southeast quarter of Section 7, of Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, more particularly described as follows:

COMMENCING at the East quarter Corner of said Section 7, from which the Southeast corner of said Section 7, bears South 00 degrees 00 minutes 08 seconds West a distance of 2641.48 feet;

Thence North 89 degrees 06 minutes 17 seconds West along the North line of said Southeast quarter a distance of 2468.03 feet;

Thence South 00 degrees 53 minutes 43 seconds West leaving said North line a distance of 663.59 feet to the TRUE POINT OF BEGINNING;

Thence North 83 degrees 04 minutes 35 seconds East a distance of 76.74 feet, to a point on a curve the radius of which bears South 83 degrees 04 minutes 35 seconds West a distance of 784.00 feet;

Thence Southerly along the arc of said curve through a central angle of 09 degrees 11 minutes 41 seconds a distance of 125.82 feet to a point of tangency;

Thence South 02 degrees 16 minutes 16 seconds West a distance of 28.78 feet;

Thence North 87 degrees 43 minutes 44 seconds West a distance of 52.84 feet;

Thence North 10 degrees 49 minutes 30 seconds West a distance of 145.58 feet to the TRUE POINT OF BEGINNING.

Parcel 1

WR Wastewater, Service Area

5-7-09

Wickenburg Ranch Wastewater, LLC
Service Area Legal Description
Parcel No 2

All that portion of Sections 7, 8, 17, 18, 19, 20 and 21, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, more particularly described as follows:

Commencing at the Northwest Corner of said Section 8, point also being the Northeast corner of said Section 7:

Thence North 89 degrees 58 minutes 15 seconds East, 639.21 feet along the North line of said Section 8 to the POINT OF BEGINNING;

Thence continuing North 89 degrees 58 minutes 15 seconds East, 4633.71 feet to the Northeast corner of said Section 8;

Thence South 00 degrees 05 minutes 03 seconds East, 2642.77 feet to the East quarter corner of said Section 8;

Thence South 00 degrees 01 minutes 00 seconds East, 2643.56 feet to the South east corner of said Section 8, point also being the northeast corner of said Section 17;

Thence South 00 degrees 00 minutes 39 seconds East, 3940.42 feet;

Thence North 63 degrees 02 minutes 31 seconds West, 1071.34 feet;

Thence North 20 degrees 06 minutes 58 seconds East, 432.62 feet;

Thence North 42 degrees 25 minutes 18 seconds West, 173.13 feet;

Thence North 07 degrees 17 minutes 47 seconds West, 783.65 feet;

Thence North 05 degrees 50 minutes 06 seconds West, 1558.35 feet;

Thence North 86 degrees 37 minutes 10 seconds West, 2501.12 feet;

Thence South 10 degrees 26 minutes 30 seconds East, 1885.29 feet;

Thence South 12 degrees 35 minutes 38 seconds East, 1051.68 feet;

Thence South 61 degrees 23 minutes 09 seconds East, 972.18 feet;

Thence North 62 degrees 23 minutes 49 seconds East, 135.52 feet;

Thence South 49 degrees 22 minutes 53 seconds East, 66.84 feet;

Thence South 01 degrees 17 minutes 16 seconds East, 176.23 feet;

Thence South 23 degrees 00 minutes 31 seconds West, 142.25 feet;

Thence South 20 degrees 51 minutes 27 seconds West, 70.97 feet;

Thence South 15 degrees 04 minutes 21 seconds West, 231.46 feet;

Thence South 06 degrees 02 minutes 25 seconds West, 150.25 feet;

Thence South 03 degrees 24 minutes 22 seconds East, 175.23 feet;

Thence South 35 degrees 59 minutes 53 seconds East, 291.77 feet;

Thence South 61 degrees 34 minutes 03 seconds East, 135.59 feet;

Thence North 86 degrees 33 minutes 04 seconds East, 303.77 feet;

Thence North 64 degrees 28 minutes 47 seconds East, 159.98 feet;

Thence North 20 degrees 06 minutes 58 seconds East, 540.85 feet;

Thence South 39 degrees 08 minutes 40 seconds East, 821.85 feet;

Thence South 29 degrees 01 minutes 10 seconds West, 1653.95 feet;

Thence South 29 degrees 47 minutes 42 seconds East, 3182.75 feet to a point on the line common to said Sections 20 and 21;

Thence South 89 degrees 58 minutes 04 seconds West, 1096.09 feet;

Thence South 51 degrees 09 minutes 49 seconds West, 1161.14 feet to a point on the East right-of-way of United States Highway 89 and a point on a non-tangent curve to the northeast and having a radius of 21,243.59 feet and a center point which bears North 38 degrees 50 minutes 07 seconds East;
 Thence continuing along said curve through a central angle of 03 degrees 26 minutes 23 seconds and an arc length of 1275.14 feet;
 Thence North 47 degrees 44 minutes 17 seconds West, 2961.13 feet along said right-of-way to a point from which the section corner common to Sections 17, 18, 19 and 20 bears North 03 degrees 37 minutes 04 seconds West, 1875.90 feet;
 Thence North 38 degrees 48 minutes 50 seconds West, 1374.84 feet along said right-of-way to a point on a tangent curve to the Northeast and having a radius of 2810.00 feet and a center point which bears North 51 degrees 09 minutes 42 seconds East;
 Thence continuing along said curve through a central angle of 28 degrees 02 minutes 55 seconds and an arc length of 1375.61 feet;
 Thence North 10 degrees 49 minutes 30 seconds West, 2087.00 feet along said right-of-way;
 Thence South 78 degrees 05 minutes 33 seconds East, 964.58 feet;
 Thence North 82 degrees 21 minutes 15 seconds East, 62.17 feet;
 Thence North 74 degrees 13 minutes 56 seconds East, 437.84 feet to a point from which the East Quarter corner of said Section 18, bears North 44 degrees 24 minutes 42 seconds East, 402.14 feet;
 Thence North 11 degrees 54 minutes 27 seconds East, 1042.85 feet;
 Thence North 05 degrees 31 minutes 57 seconds East, 817.18 feet;
 Thence North 23 degrees 44 minutes 04 seconds West, 565.53 feet;
 Thence North 06 degrees 07 minutes 06 seconds East, 642.74 feet to a point from which the Section corner common to Sections 7, 8, 17 and 18, bears South 50 degrees 33 minutes 43 seconds East, 192.62 feet;
 Thence South 69 degrees 14 minutes 01 seconds East, 601.69 feet;
 Thence South 78 degrees 08 minutes 06 minutes East, 799.05 feet;
 Thence North 87 degrees 41 minutes 42 seconds East, 678.82 feet;
 Thence South 85 degrees 59 minutes 26 seconds East, 252.71 feet;
 Thence South 74 degrees 12 minutes 30 seconds East, 384.82 feet;
 Thence South 85 degrees 04 minutes 37 seconds East, 417.23 feet to a point from which the South Quarter corner of said Section 8, bears North 34 degrees 30 minutes 42 seconds West, 471.28 feet;
 Thence North 13 degrees 43 minutes 16 seconds East, 1068.17 feet;
 Thence North 54 degrees 59 minutes 00 seconds West, 1101.16 feet;
 Thence North 38 degrees 58 minutes 00 seconds West, 329.01 feet;
 Thence North 23 degrees 07 minutes 02 seconds West, 236.98 feet;
 Thence North 01 degrees 07 minutes 38 seconds East, 411.79 feet;
 Thence North 12 degrees 51 minutes 26 seconds East, 249.52 feet;
 Thence North 17 degrees 52 minutes 53 seconds West, 402.20 feet;
 Thence North 39 degrees 20 minutes 49 seconds West, 1119.67 feet;
 Thence North 20 degrees 28 minutes 12 seconds West, 802.26 feet;
 Thence North 17 degrees 27 minutes 50 seconds West, 913.00 feet to the POINT OF BEGINNING.

EXCEPTING there from that portion of the West half of the Southeast quarter (W1/2 SE 1/4) of Section 18, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, conveyed to the State of Arizona in Deed recorded in Book 4159 of Official Records, Page 828, records of Yavapai County, Arizona, described as follows:

COMMENCING at a rebar marking the West quarter corner of said Section 18 being North 89 degrees 29 minutes 14 seconds West 5285.91 feet from the unmonumented East quarter corner of said Section 18 said unmonumented corner being South 00 degrees 33 minutes 47 seconds West 65.85 feet from a stone marked "1/4 W.C." marking the witness monument to said East quarter corner;

Thence along the East-West mid section line of said Section 18 South 89 degrees 29 minutes 14 seconds East 3495.54 feet to said existing right of way centerline of State Route 89;

Thence along said existing right of way centerline of State Route 89 South 10 degrees 18 minutes 52 seconds East 1324.17 feet;

Thence North 79 degrees 41 minutes 08 seconds East 50.00 feet to said existing Easterly right of way line of State Route 89 and the Point of Beginning;

Thence North 34 degrees 41 minutes 08 seconds East 70.71 feet;

Thence North 10 degrees 18 minutes 52 seconds West 97.00 feet;

Thence South 79 degrees 41 minutes 08 seconds West 50.00 feet to said existing Easterly right of way line of State Route 89;

Thence along existing right of way line of State Route 89 South 10 degrees 18 minutes 52 seconds East 147.00 feet to the Point of Beginning;

AND EXCEPTING that portion of the Northeast quarter of the Northeast quarter (NE 1/4 NE 1/4) of Section 19, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, conveyed to the State of Arizona in Deed recorded in Book 4159 of Official Records, Page 828, records of Yavapai County, Arizona, described as follows;

COMMENCING at a 1/2 inch stainless steel rod with an aluminum cap marking the Northeast corner of said Section 19 from which a marked stone marking the North quarter corner of said Section 19 bears North 89 degrees 27 minutes 57 seconds West, 2641.50 feet;

Thence along the North line of said Section 19 North 89 degrees 27 minutes 57 seconds West 1249.77 feet to said existing right of way centerline of State Route 89;

Thence along said existing right of way centerline of State Route 89, from a local tangent bearing of South 10 degrees 18 minutes 52 seconds East, along a curve to the left, having a radius of 2865.00 feet a length of 748.40 feet;

Thence North 55 degrees 53 minutes 23 seconds East 50.00 feet to said Easterly right of way line of said State Route 89 and the Point of Beginning;

Thence North 11 degrees 48 minutes 05 seconds East 37.76 feet;

Thence North 33 degrees 21 minutes 37 seconds West 20.44 feet;

Thence North 79 degrees 36 minutes 45 seconds West, 37.09 feet to said existing Easterly right of way line of State Route 89;

Thence along said existing Easterly right of way line of State Route 89 from a local tangent bearing of South 32 degrees 37 minutes 50 seconds East along a curve to the left having a radius of 2815.00 feet, length of 72.71 feet to the Point of Beginning;

AND EXCEPT all minerals and all uranium, thorium, or any other material which is or may be determined to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in Patent from United States of America, recorded in Book 192 of Deeds, Page 423 and in Book 10 of Official Records, Page 406, records of Yavapai County, Arizona.

(WWTP 2008)

AND EXCEPT That portion of the Southeast quarter of Section 17, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, more particularly described as follows:

COMMENCING at the Southeast corner of said Section 17;
Thence North 89 degrees 55 minutes 20 seconds West along the South line of said southeast quarter of Section 17, a distance of 1621.90 feet;
Thence North 00 degrees 04 minutes 40 seconds East leaving said South line a distance of 309.24 feet to the TRUE POINT OF BEGINNING;
Thence South 90 degrees 00 minutes 00 seconds West a distance of 424.78 feet;
Thence North 00 degrees 00 minutes 00 seconds East a distance of 164.42 feet;
Thence North 90 degrees 00 minutes 00 seconds East a distance of 424.78 feet;
Thence South 00 degrees 00 minutes 00 seconds East a distance of 164.42 feet to the TRUE POINT OF BEGINNING.

(Lift Station Site 2008)

AND EXCEPT That portion of the Northeast quarter of Section 20, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, more particularly described as follows:

COMMENCING at the East quarter corner of said Section 20;
Thence South 89 degrees 58 minutes 26 seconds West along the South line of said Northeast quarter, a distance of 2352.09 feet;
Thence North 00 degrees 01 minutes 34 seconds West leaving said South line a distance of 680.23 feet to the TRUE POINT OF BEGINNING;
Thence South 87 degrees 44 minutes 44 seconds West distance of 60.00 feet;
Thence North 02 degrees 15 minutes 16 seconds West a distance of 85.00 feet;
Thence North 87 degrees 44 minutes 44 seconds East a distance of 60.00 feet;
Thence South 02 degrees 15 minutes 16 seconds East a distance of 85.00 feet to the TRUE POINT OF BEGINNING.

Parcel 2

WR Wastewater Service Area

3-17-09

Wickenburg Ranch Wastewater, LLC
Service Area Legal Description
Parcel No. 3

All that portion of Section 17, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, more particularly described as follows:

BEGINNING at the Southwest corner of said Section 17, from which the Northwest corner bears North 00 degrees 02 minutes 17 seconds East a distance of 5281.72 feet; Thence North 33 degrees 08 minutes 10 seconds East a distance of 3560.09 feet to the TRUE POINT OF BEGINNING, said point being on the West boundary of "The Wickenburg Inn Tennis and Guest Ranch" recorded in Book 17 of Maps, Page 18, records of Yavapai County, Arizona;

Thence along said boundary, North 10 degrees 26 minutes 30 seconds West a distance of 1885.29 feet (record North 10 degrees 25 minutes 50 seconds West, 1885.15 feet); Thence South 86 degrees 37 minutes 10 seconds East a distance of 2501.12 feet (record South 86 degrees 37 minutes 21 seconds East a distance of 2501.02 feet); Thence South 05 degrees 50 minutes 06 seconds East a distance of 1558.35 feet (record South 05 degrees 50 minutes 05 seconds East a distance of 1558.42 feet); Thence South 07 degrees 17 minutes 47 seconds East a distance of 783.65 feet (record South 07 degrees 17 minutes 30 seconds East); Thence leaving said boundary, South 42 degrees 25 minutes 18 seconds East a distance of 173.13 feet;

Thence South 20 degrees 06 minutes 58 seconds West a distance of 1979.10 feet; Thence South 64 degrees 28 minutes 47 seconds West a distance of 159.98 feet; Thence South 86 degrees 33 minutes 04 seconds West a distance of 303.77 feet; Thence North 61 degrees 34 minutes 03 seconds West a distance of 135.59 feet; Thence North 35 degrees 59 minutes 53 seconds West a distance of 291.77 feet; Thence North 03 degrees 24 minutes 22 seconds West a distance of 175.23 feet; Thence North 06 degrees 02 minutes 25 seconds East a distance of 150.25 feet; Thence North 15 degrees 04 minutes 21 seconds East a distance of 231.46 feet; Thence North 20 degrees 51 minutes 27 seconds East a distance of 70.97 feet; Thence North 23 degrees 00 minutes 31 seconds East a distance of 142.25 feet; Thence North 01 degrees 17 minutes 17 seconds West a distance of 176.23 feet; Thence North 49 degrees 22 minutes 53 seconds West a distance of 66.84 feet to a point on the South boundary of said Wickenburg Inn Tennis and Guest Ranch;

Thence along said Boundary, South 62 degrees 23 minutes 49 seconds West a distance of 135.52 feet (record South 62 degrees 23 minutes 50 seconds West); Thence North 61 degrees 23 minutes 09 seconds West a distance of 972.18 feet (record North 61 degrees 23 minutes 10 seconds West a distance of 972.26 feet); Thence North 12 degrees 35 minutes 40 seconds West a distance of 1051.68 feet (record North 12 degrees 37 minutes 10 seconds West a distance of 1051.93 feet), to the TRUE POINT OF BEGINNING.

EXCEPT all minerals and all Uranium, Thorium, or any other Materials which is or may be determined to be peculiarly essential to the production of fissionable materials, whether or not of commercial value, as reserved in Patent from United States of America.

(WWTP 2008 Site)

AND EXCEPTING That portion of the Southeast quarter of Section 17, Township 8 North, Range 5 West of the Gila and Salt River Base and Meridian, Yavapai County, Arizona, more particularly described as follows:

COMMENCING at the Southeast corner of said Section 17;

Thence North 89 degrees 55 minutes 20 seconds West along the South line of said southeast quarter of Section 17, a distance of 1621.90 feet;

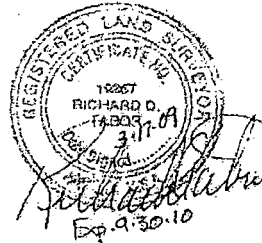
Thence North 00 degrees 04 minutes 40 seconds East leaving said South line a distance of 309.24 feet to the TRUE POINT OF BEGINNING;

Thence South 90 degrees 00 minutes 00 seconds West a distance of 424.78 feet;

Thence North 00 degrees 00 minutes 00 seconds East a distance of 164.42 feet;

Thence North 90 degrees 00 minutes 00 seconds East a distance of 424.78 feet;

Thence South 00 degrees 00 minutes 00 seconds East a distance of 164.42 feet to the TRUE POINT OF BEGINNING.



Parcel 3
WR Wastewater, Service Area
3-17-09